

# BARD1 Annual General Meeting

November 2020

Building a leading diagnostics company



# Annual General Meeting Agenda

- •Business of Meeting:
  - Chairman's Opening
  - Introductions
  - Resolutions
  - Questions
  - Close
- CEO Presentation
- Questions

# Annual General Meeting Item of Business

Item 1 - To table and consider the Annual Report of the Company for the financial year ended 30 June 2020, including the financial report, the declaration of the directors, the Directors' Report, the Remuneration Report, and the Auditor's Report.

Item 2, resolution 1, is the Adoption of the Remuneration Report:

That for the purpose of section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report for the Company and its controlled entities for the year ended 30 June 2020 is approved and adopted on the terms and conditions set out in the Explanatory Statement.

Note: The vote on this Resolution is advisory only.

Item 3, resolution 2, Election of Professor Allan Cripps as Director: That, pursuant to and in accordance with Listing Rule 14.4 and articles 6.2(b) and 6.3(j) of the Constitution and for all other purposes, Professor Allan Cripps, Director, who was appointed on 23 January 2020, retires and being eligible, is elected as a Director on the terms and conditions in the Explanatory Statement.

Note: This Resolution is an ordinary resolution requiring 50% or greater of the votes cast to pass.

Item 4, resolution 3, Election of Dr Geoffrey Cumming as Director: That, pursuant to and in accordance with Listing Rule 14.4 and articles 6.2(b) and 6.3(j) of the Constitution and for all other purposes, Dr Geoffrey Cumming, Director, who was appointed on 28 July 2020, retires and being eligible, is elected as a Director on the terms and conditions in the Explanatory Statement.

Note: This Resolution is an ordinary resolution requiring 50% or greater of the votes cast to pass.

Item 6, resolution 5, Is the approval of increased placement capacity: That pursuant to and in accordance with Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions in the Explanatory Statement.

Note: This Resolution is a special resolution requiring 75% or greater of the votes cast to pass.

Item 7, resolution 6, is the approval of a Share Consolidation:

That, in accordance with section 254H of the Corporations Act 2001 (Cth) (Act) and clause 2.4 of the Company's constitution, with immediate effect on Friday, 27 November 2020, all of the Shares in the Company (irrespective of class) are converted into the smaller number of Shares (in the same class) derived from each Shareholder of Shares in the Company at Friday, 27 November 2020 having the smaller number calculated by the following formula: The number of the Shareholder's Shares prior to the share consolidation ÷ 30

Note: This Resolution is an ordinary resolution requiring 50% or greater of the votes cast to pass.

## Contacts



### **BARD1 Life Sciences Ltd**

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Dr Geoff Cumming | Chairman E geoff.cumming@bard1.com M 0417 203 021

Tony Di Pietro | CFO & Company Secretary E tdipietro@bard1.com
M 0410 765 631



# BARD1 CEO Presentation

November 2020

Building a leading diagnostics company



# 2020 highlights

## Corporate

- Completed Sienna acquisition delivering multiple technology platforms, deep pipeline & increased scale
- **Expanded Board and** management to drive our development, commercialisation and growth strategies

## Commercial

- **Strategic business review** completed focusing on realising synergies, advancing R&D pipeline & increasing revenue
- Aggressive hTERT growth **strategy initiated** to drive increased revenue and clinical adoption
- high-volume Gained new customer in USA
- New hTERT distributors appointed in Sweden, Greece, Israel and New Zealand

## Research & Development

- Completed RUO BARD1 Kit optimisation in ovarian cancer samples on the Luminex<sup>™</sup> platform
- Secured exclusive SubB2M license from University of Adelaide
- Awarded BTB funding of \$373k to develop SubB2M-based breast cancer monitoring test
- Advanced RUO EXO-NET product with expected launch 2Q CY21
- Granted multiple new patents across 3 patent families

## **Financial**

- Cash balance of \$8.9m at 30 September 2020
- Cost-savings of up to \$1.1m being realised from operational synergies & restructuring postmerger

# BARD1's pillars for commercial success

Large market opportunities

Focused on cancer diagnostics with significant unmet clinical needs and high commercial potential

02

Gamechanging technologies

Leveraging unique technology platforms to create products that improve patients' lives

03

Robust pipeline

Multiple
marketed and
developmentstage products
for a range of
cancers and
indications

04

Advancing commerciali sation

Commercialising products through multiple regulatory pathways and market channels

05

Growth focused

Growth
through pipeline
development,
partnering,
strategic
acquisitions and
revenue growth

06

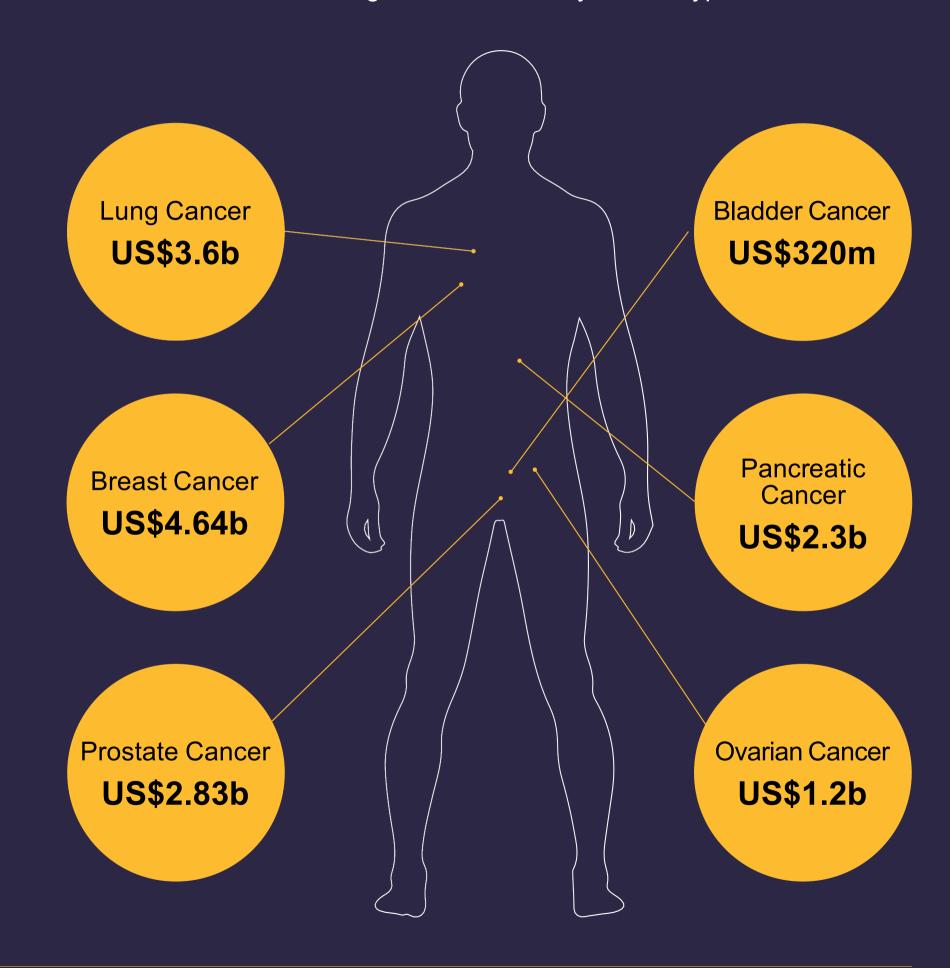
**Experienced leadership** 

Leadership team with successful track record in healthcare and biotechnology to drive development, commercialisation and growth

01

# Large global cancer diagnostics market

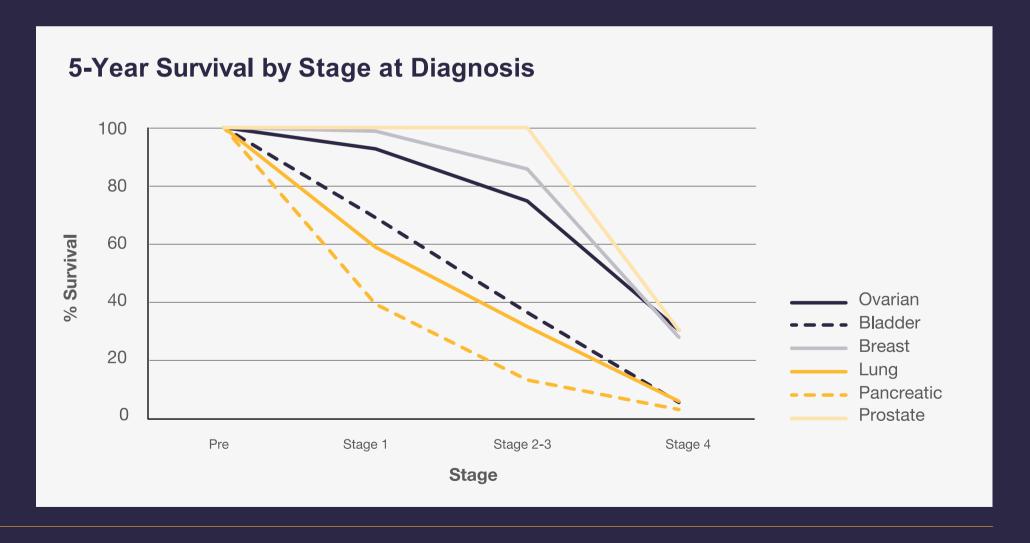
- Global cancer burden of 43.8m people living with cancer, 18.1m new cases and 16.4m deaths in 2018<sup>1</sup>
- Global cancer diagnostics market expected to worth US\$249.6b by 20262
- BARD1 is targeting significant unmet needs in some of the world's most common and deadliest cancers



## Early cancer diagnosis An unmet need

- Most current tests fail to accurately and reliably detect early-stage cancer, resulting in missed diagnosis, over-diagnosis and over-treatment
- Many cancers are detected at late-stage (III/IV) after symptoms have appeared, resulting in poor prognosis and increased public health burden
- Early-stage (stage I/II) detection improves treatment, patient health and survival outcomes

5-year survival	Average	Early	Late
Bladder	77%	96%	5.5%
Breast	90%	99%	28%
Lung	20%	59%	6%
Ovarian	49%	93%	30%
Pancreatic	10%	39%	3%
Prostate	98%	100%	30%



# Game-changing technology platforms

h

**hTERT** 

Antibody-based assay to detect hTERT, a component of telomerase, in cells. Telomerase is a biomarker of uncontrolled cell growth found in 85% of human epithelial cancers.



**BARD1** 

Biomarker technology covering various BARD1 tumour-associated markers, including nucleic acids, variant proteins and autoantibodies for early cancer diagnosis.



SubB2M

Unique pan-cancer probe specific for a sugar found only on cancers. Potential for cancer treatment monitoring and recurrence across a broad range of cancers.



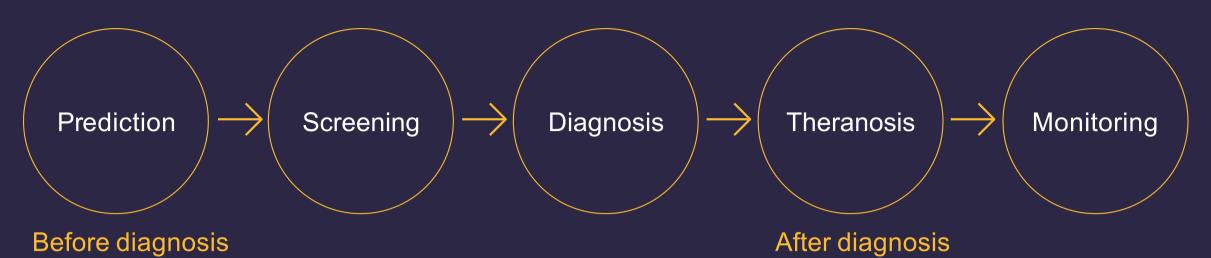
**NET** 

Proprietary molecular matrix that can be custom-designed to capture and purify biomarkers, including proteins, nucleic acids, cells and exosomes, in a rapid, scalable and cost-effective manner.

03

# **Best-in-class** products and pipeline

Strong pipeline across the cancer diagnostics continuum



In-market and development-stage products for multiple cancer indications

PRO	DDUCT	INDICATION	PLATFORM	USE	RESEARCH	ASSAY DEVELOPMENT	CLINICAL VALIDATION	REVENUE
h	hTERT	Bladder Cancer	ICC (Urine)	Adjunct to diagnosis				$\rightarrow$
N	EXO-NET-RUO	Exosome Capture	Molecular Net (Biofluid)	Research Use Only (RUO)			$\rightarrow$	
N	<b>EXO-NET-PaCS</b> (Minomic)	Pancreatic Cancer	Molecular Net (Blood)	Screening		$\rightarrow$		
B	BARD1-Ovarian	Ovarian Cancer	Luminex (Blood)	Screening (High-risk)		$\rightarrow$		
В	BARD1-Breast	Breast Cancer	Luminex (Blood)	Screening (High-risk)		$\rightarrow$		
В	BARD1-Lung	Lung Cancer	Luminex (Blood)	Screening (High-risk)	$\longrightarrow$			
S	SubB2M-BCM	Breast Cancer	ELLBA/ELISA (Blood)	Monitoring	$\longrightarrow$			
S	SubB2M-OCM	Ovarian Cancer	ELLBA/ELISA (Blood)	Monitoring	$\longrightarrow$			
S	SubB2M-PCS	Prostate Cancer	ELISA (Blood)	Screening	$\rightarrow$			

# hTERT Test Revenue generating product

### hTERT test

- Immunocytochemistry (ICC) assay that detects hTERT
- Adjunct to urine cytology, assisting in the diagnosis of bladder cancer

## Large US market

- Incidence 91,689 & prevalence 308,011 patients<sup>1</sup>
- 1.7m urine cytology tests pa in 2017<sup>2</sup>
- 3.4m patients pa evaluated for bladder cancer<sup>3</sup>
- 308k patients require monitoring up to 4x per year = 1.2m patients pa<sup>1</sup>
- Up to 4.6m potential urine cytology tests pa for new cases and monitoring

### **Current status**

- Distributors appointed in USA, Europe & Asia
- Generating revenue & reimbursable in USA

## Market growth strategy

- Focus on high-volume users to drive revenue and adoption
- Establish hTERT in Key User / reference laboratories
- Finalise new product registrations & launch
- KOL & Key User engagement
- New White Papers, Publications & Conference Presentations





# **BARD1** biomarker platform

Early cancer detection



In the normal cell, BARD1 binds to BRCA1 to control cell growth





Cancer cells express variant BARD1 proteins that drive tumour formation and are correlated with cancer progression and poor prognosis





Cancer patient's immune system produces autoantibodies (AAbs) to these variant BARD1 proteins in early stages before symptoms appear



Developing a test that can detect the presence of these cancerassociated AAbs, using short BARD1 fragments called peptides



# BARD1 autoantibody tests Early cancer detection

## Potential to detect cancer early, save lives and reduce healthcare costs

- BARD1 AAb tests in development with preclinical results showing high accuracy for detection of ovarian, breast and lung cancers
- Lead BARD1-Ovarian cancer test developed on Luminex<sup>™</sup> platform, entering test optimisation phase followed by clinical testing for early detection of ovarian cancer in high-risk women, with targeted launch 1H CY2022





Product	Study	n (cancer:normal)	AUC	Sensitivity	Specificity
BARD1 Ovarian	OC-CA125 (ave-risk)	400 (200:200)	0.95	88%	93%
	OC-R001 (high-risk)	261 (127:134)	0.97	89%	97%
BARD1 Breast	BC-001a (ave-risk)	123 (61:64)	0.86	70%	88%
	BC-001b (benign)	110 (61:49)	0.84	85%	76%
BARD1 Lung	LC-POC (ave-risk)	187 (94:93)	0.86	80%	77%

AUC is the accuracy of the test; Sensitivity is the % of people with cancer that correctly test positive; Specificity is the % people without cancer that correctly test negative.



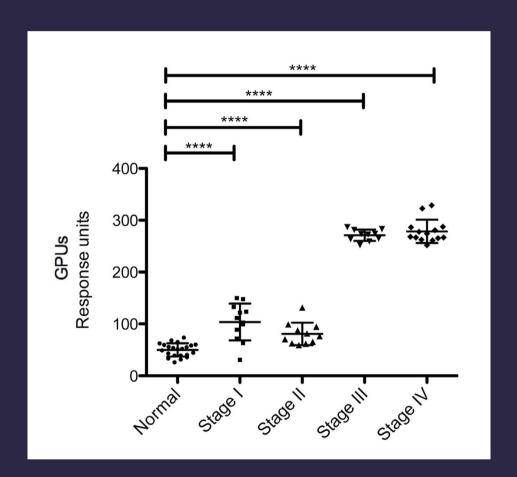
# SubB2M pan-cancer probe Potential game-changer

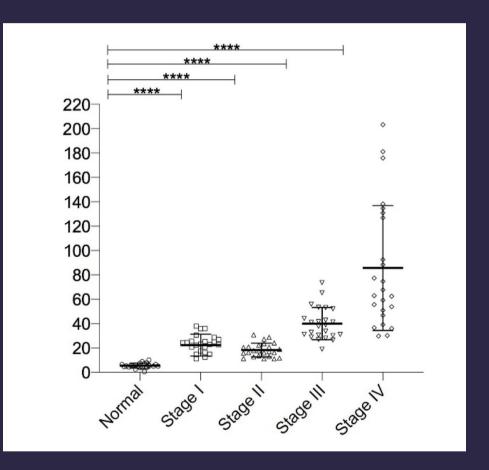




Many human cancers express glycans terminating in Neu5Gc and secrete them into the circulation. Neu5Gc is not present in cancer-free humans.

- Exclusive worldwide license to SubB2M from University of Adelaide
- SubB2M binds to highly specific cancer biomarker Neu5Gc
- POC results in BC & OC show SubB2M detects all stages of cancer with >95% sensitivity & 100% specificity
- Awarded competitive BTB funding from MTP Connect to develop SubB2M-based tests for monitoring & detection of BC
- Collaboration with Griffith University to undertake assay development



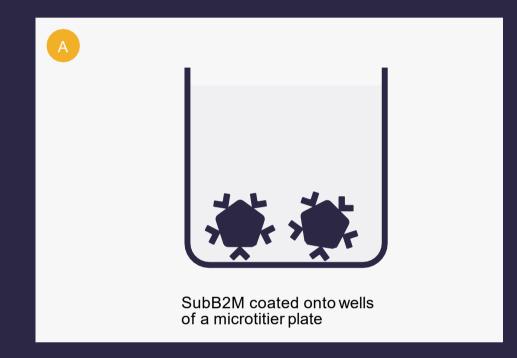


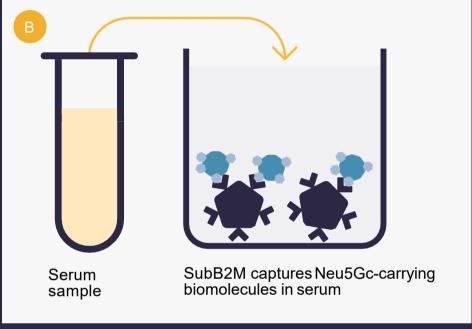
Breast cancer	Optimal cut-off	ROC AUC
Normal vs Stage I	Sensitivity 95.83%, Specificity 100%	0.9583
Normal vs Stage II	Sensitivity 100%, Specificity 100%	1.000
Normal vs Stage III	Sensitivity 100%, Specificity 100%	1.000
Normal vs Stage IV	Sensitivity 100%, Specificity 100%	1.000

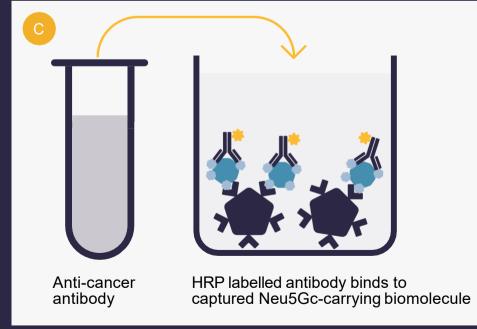


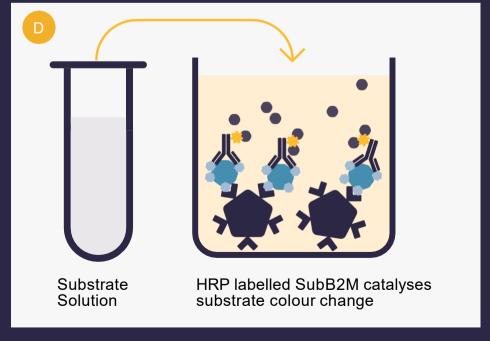
# SubB2M-based liquid biopsy pipeline

- Developing first-in-class new SubB2M test (ELLBA) for monitoring treatment response in various cancers
- Developing SubB2M + cancer-specific biomarker tests (ELISA) for diagnosis and monitoring recurrence
- Potential to improve specificity of existing commercial tests and develop fast-to-market, next generation products
- Progressing evaluations & potential licensing opportunities with companies owning complementary diagnostic technologies (circulating tumor cells & PET imaging)











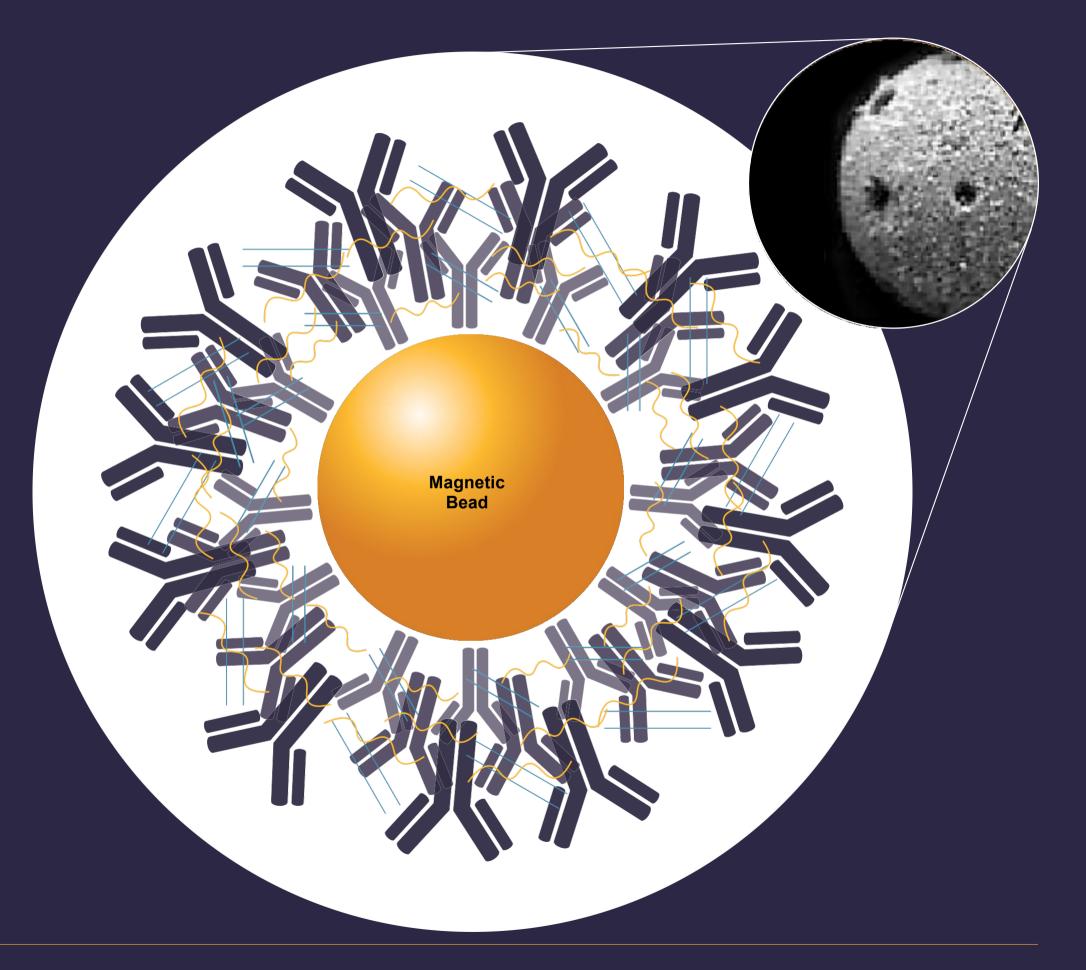
# **Molecular NET** Biomarker capture platform

## Potential to revolutionise liquid biopsy sample preparation

- Proprietary Molecular NETs matrices composed of specific ligands, linkers and spacers to capture target biomarkers
- Advanced capture technology based on affinity capture and size exclusion for rapid isolation of biomarkers for diagnostic and therapeutic applications
- Applicable to capture and analyse a wide range of biomarkers (cells, exosomes, proteins, viruses, lipids, carbohydrates & nucleic acids) from body fluids (blood, saliva & urine) in a rapid, specific and scalable manner

*Diagram:* a multi-layered Molecular Net matrix composed of antibody molecules. spacers and linkers coated on a magnetic bead.

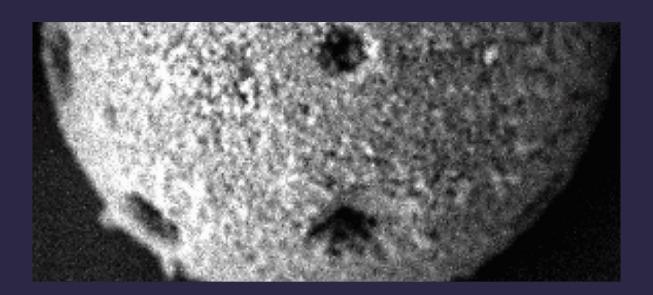
*Inset:* a scanning electron micrograph of a magnetic bead coated with EXO-NET



# **Molecular NET** NETs pipeline

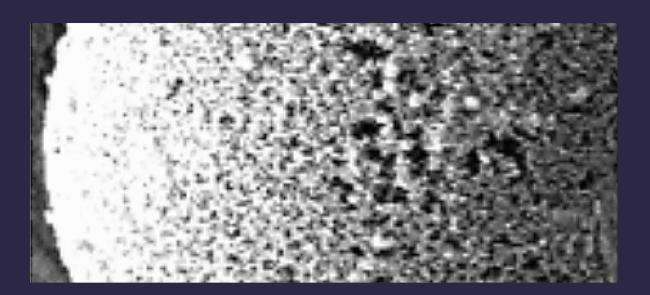
## **RUO EXO-NET**

- Designed to capture and purify exosomes for research purposes
- Target launch in 2Q CY2021 for sale to academia, research institutions and biopharma
- Potential to embed NETs into the discovery, research and development phases for multiple exosome-based applications
- Generate new publications
- Research Applications market estimated at \$120m by 2025



## **PARTNERED EXO-NET**

- EXO-NET combined with proprietary exosome biomarkers from partners for co-development novel exosomebased diagnostics
- In-license novel biomarkers for development of exosome-based diagnostics
- Out-license EXO-NET for use in the sample preparation process for partnered exosome-based diagnostics
- Out-license EXO-NET for use in the manufacturing process for partnered exosome-based therapeutics
- Co-develop novel exosome-based companion diagnostics (CDx)



## **CUSTOMISED NETS**

- Develop and manufacture customised NETs for exosome diagnostics & therapeutics, or other liquid biopsies
- VivaZome Therapeutics: Collaboration to evaluate use of EXO-NET and customised NETs for manufacture of exosome-based therapeutics
- Early-stage evaluations: Multiple collaborations with undisclosed academic & industry partners to evaluate customised **NET** products
- Future licensing: Potential for license revenues from upfront fees, development milestones & royalties

## 04

# Commercialisation strategy

# LDT **Pathway**



Launch pipeline products as LDTs through a CLIA certified "High Complexity" Laboratory

- Fast-to-market pathway enabling early revenues
- Rapid access to "Real World" data
- Initial data to build reimbursement case
- Potential validation of clinical utility & adoption
- Data acceptable for future FDA application

# **IVD Pathway**



Initiate Pre-Submission meeting with FDA to determine IVDclinical trial requirements for FDA clearance or approval

- Deeper market access and clinical adoption
- Speed approvals in other geographical jurisdictions

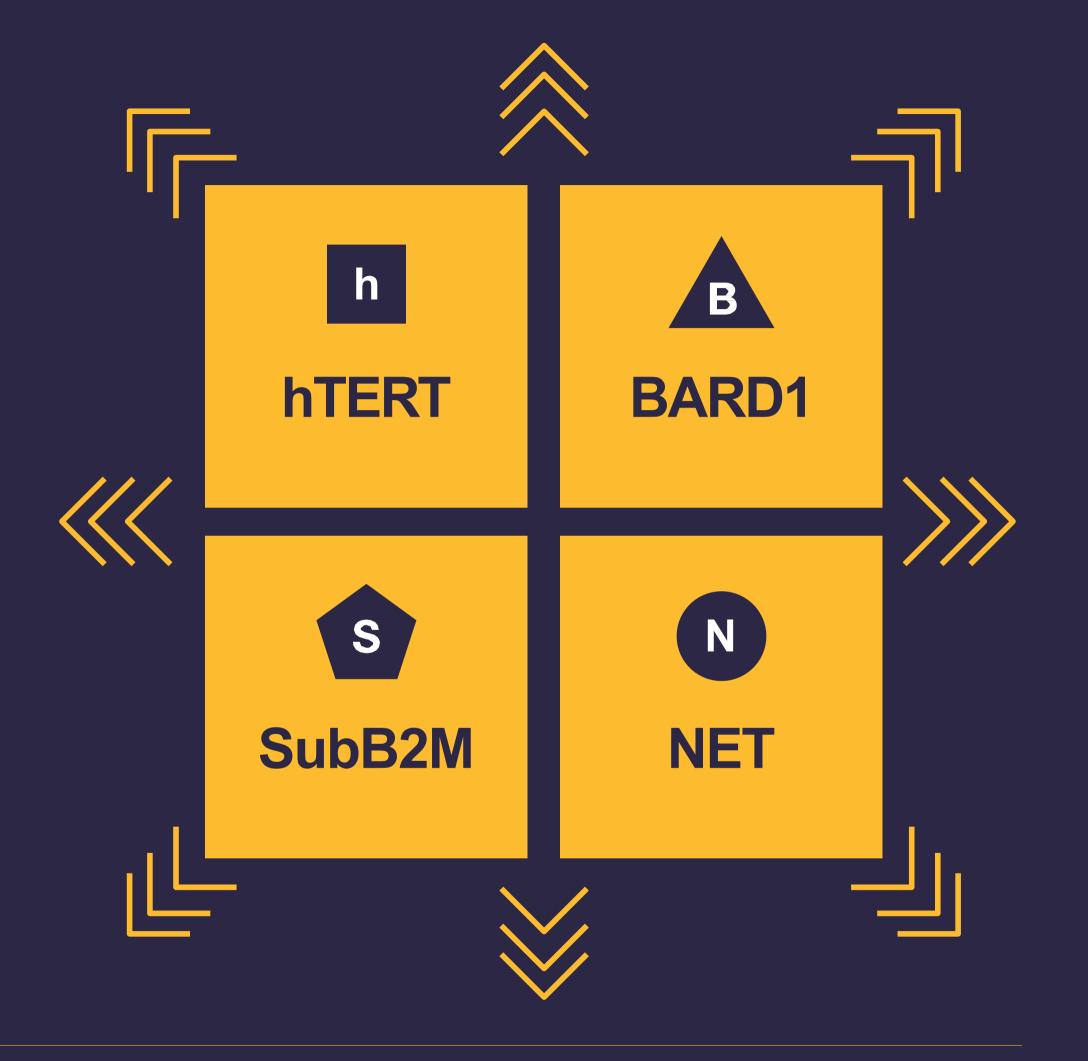
## Well established and accepted US pathway:

- Exact Sciences (NASDAQ: EXAS): Market Cap US\$14.19 billion
- Myriad Genetics (NASDAQ: MYGN): Market Cap US\$889.88 million

## 05

# **Growth focused**

- Building a leading diagnostics company
- 4 unique technology platforms with out-licensing opportunities
- In-market revenue generating product
- Deep diagnostic pipeline for breast, ovarian, prostate, lung & pancreatic cancers being advanced towards commercialisation
- Strategic acquisition of complementary technologies and products



# Biotechnology experienced management









### DR LEEARNE HINCH

Chief Executive Officer

Dr Leearne Hinch BSc BVMS MBA is an experienced biotechnology and life sciences industry professional. Strong track record in general management, strategy, fundraising, business development and commercialisation. Previous senior executive and consulting roles in ASX-listed biotechnology, multinational and private companies across diagnostics, devices, therapeutics and animal health.

### DR PETER FRENCH PhD

Chief Scientific Officer

Dr Peter French BSc MSc PhD MBA is a leading biotechnology executive and respected scientist with extensive CSO, CEO and director experience. Successful track record in commercialising medical innovations with over 40 years' scientific expertise in cell and molecular biology and over 40 peer reviewed publications across oncology, immunology, microbiology and neuroscience. Previous leadership roles in academia and industry across diagnostics and therapeutics.

### **CARL STUBBINGS**

**Chief Operations Officer** 

Carl Stubbings BAppSc (MedTech) has extensive international experience commercialising diagnostic products globally. Based in the USA for 13 years, he served as Senior Vice President for Panbio USA Ltd and Vice-President of Sales and Marketing for Focus Diagnostics, a subsidiary of Quest Diagnostics. Recently held consulting roles providing commercialisation advice to several Australian biotech companies.

### **TONY DI PIETRO**

Chief Financial Officer & Company Secretary

Tony Di Pietro BComm CAAGIA MAICD is a Chartered Accountant with significant corporate accounting experience, gained in Australia and the UK. He holds a Graduate Diploma of Applied Corporate Governance from the Governance Institute of Australia and is a member of the Australian Institute of Company Directors. Previously held senior roles in ASX-listed biotechnology companies.

# Snapshot

## **Financial Information (24/11/20)**

Ticker

ASX:BD1

**Ordinary** Shares

2,394,530,384

Market Capitalisation

A\$59.9m

Share Price

A\$0.025

**52**w **H/L Range** \$0.046-\$0.019

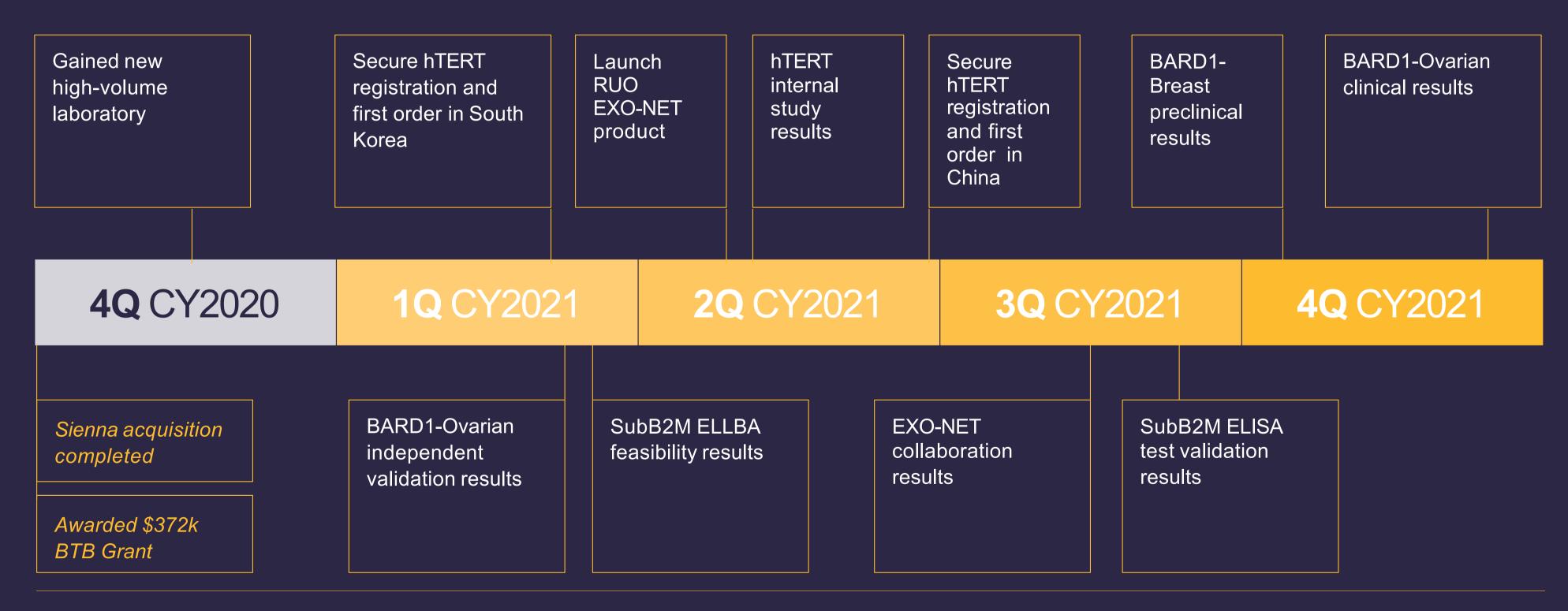
Cash **Position** (30/9/20)

A\$8.9m

Substantial Holders (24/11/20)	# Shares	% Holding	
Merchant Funds Management Pty Ltd	318,137,725	13.29%	
Mr Jeffrey Gerard Emmanuel	196,820,347	8.22%	
David Williams	134,170,000	5.60%	
Dr Irmgard Irminger-Finger	123,600,000	5.16%	
TOTAL: Top 20 Holders	1,059,950,003	44.27%	

Board	
Dr Geoff Cumming	Non-Executive Chairman
Max Johnston	Non-Executive Director
Philip Powell	Non-Executive Director
Prof Allan Cripps	Non-Executive Director
Dr Irmgard Irminger-Finger	Executive Director & Founding Scientist

# Value inflection points



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"believes", or variations (including negative variations) of such words and phrases, or state that certain actions, events or results "may", "could", "would", "might", or "will" be taken, occur or be achieved. Such information is based on assumptions and judgements of management regarding future events and results. The purpose of forward-looking information is to provide the audience and plans. Readers are cautioned that forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company and/or its subsidiaries to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information.

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## Contacts



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Carl Stubbings | COO E cstubbings@bard1.com M 0423666374

# Healthcare experienced board



DR GEOFF CUMMING PhD

Non-Executive Chairman

Healthcare and biotechnology director with extensive diagnostics industry experience director. Previously Managing Director Roche Diagnostic Systems (Oceania), MD/CEO Biosceptre International Ltd and MD/CEO of Anteo Diagnostics Ltd. Currently NED Anteo Diagnostics Ltd.



**MAX JOHNSTON** 

Non-Executive Director

Healthcare industry director and international business leader with extensive experience across medtech, pharmaceuticals, consumer healthcare and consumer goods. Previously President and CEO of Johnson & Johnson Pacific. Currently Chairman AusCann Group Holdings Ltd, NED of Medical Developments International Ltd, CannPal Ltd and ProLife Foods NZ.



### **PHILIP POWELL**

Non-Executive Director

Healthcare industry director and chartered accountant with extensive investment banking experience specialising in capital raisings, IPOs, mergers and acquisitions and other transactions across pharma, food and agriculture. Previously at OAMPS Ltd and Arthur Andersen. Currently NED Medical Developments International Ltd and RMA Global Ltd.



### **Prof ALLAN CRIPPS AO PhD**

Non-Executive Director

Distinguished academic, clinical scientist and health services leader, having made significant contributions in immunology, diagnostics and health services. Previously Pro Vice Chancellor (Health) at Griffith University and is currently a research professor at Griffith University, leading the Mucosal Immunology Research Group.



### DR IRMGARD IRMINGER-FINGER PhD

**Executive Director & Founding Scientist** 

Founder BARD1AG SA and co-inventor of BARD1 technology, European Woman Entrepreneur Award finalist 2014, and internationally recognised expert in tumour biology, BRCA1 and BARD1 genes with over 90 publications, multiple patents and international collaborations. Former Privat Docent at HUG/UNIGE & Adjunct Prof at UWA.

# Patent portfolio

Strong patent portfolio with 22 granted patents and 37 pending patents covering our technologies and products across key jurisdictions

Patent Family	Title	Granted	Pending	Expiry	
BARD1					
PCT/FR01/02731 (WO/2002/018536 )	Truncated BARD1 protein, and its diagnostic and therapeutic uses	JP, US		JP 2021 US 2024	
PCT/IB2011/053635 (WO/2012/023112)	BARD1 isoforms in lung and colorectal cancer and use thereof	AU, CA, CN, EP, HK, IL, JP, US	BR, SG, US (divisional)	2031	
PCT/IB2011/054194 (WO/2012/038932)	Kits for detecting breast or ovarian cancer in a body fluid sample and use thereof	EP, US	US (divisional)	2031	
PCT/EP2014/073834 (WO/2015/067666)	Lung Cancer Diagnosis	IL	AU, CA, CN, EP, HK, JP, KR, SG, US	2034	
EP14002398.7	Non-coding RNA as diagnostic marker and treatment target	US	US (continuation)	2035	
hTERT					
PCT/AU2015/050060 (WO2015/120523)	Method of resolving inconclusive cytology to detect cancer	EP, JP, US	AU, CN, IL, US	2035	
PCT/AU2016/050764 (WO2017/027928)	Method of detecting cancer in morphologically normal cells		AU, CN, EP, IL, JP, US	2036	
SIEN-NET					
PCT/US2010/058086 WO2011/066449	Devices for detection of analytes (Molecular Nets Family 1)	US, CN	IN, US	2030	
PCT/US2013/049779 (WO2014/011673)	Molecular Nets (Molecular Nets Family 2)	EP		2033	
PCT/US2014/029823 (WO2014/153262)	Molecular nets on solid phases (Molecular Nets Family 3)	AU, CN	CA, CN	2034	
SubB2M					
PCT/AU2017/051230 (WO 2018/085888)	Subtilase cytotoxin B subunit mutant		AU, BR, CA, CN, EP, IN, JP, KR, US	2037	



#### **Chairman's Running Sheet/Transcript**

#### **Annual General Meeting of BARD1 Life Sciences Limited**

4.00pm, Thursday 26 November 2020

**NOTE:** <u>BEFORE</u> <u>DECLARING THE MEETING OPEN — CHAIR TO CONFIRM WITH COMPANY SECRETARY THAT: 1. A QUORUM IS PRESENT, AND 2. THE AUDITOR IS ON THE LINE.</u>

(First slide of the presentation to be landing page for shareholders)

#### Welcome

#### (Next slide - Second slide of AGM presentation to be shown)

Good afternoon ladies and gentlemen. My name is Geoff Cumming, and I am the Chairman of BARD1 Life Sciences Limited. It is my pleasure to welcome shareholders to the 2020 Annual General Meeting. We are pleased to be welcoming your online participation via the virtual meeting platform, Lumi, provided via our share registrar Computershare. Given the guidelines and restrictions issued by Australian state and federal governments in relation to the COVID-19 pandemic, the Company considers that it is appropriate this Meeting be held as a virtual meeting, consistent with the temporary modifications to the Corporations Act 2001 (Cth).

#### Quorum

The time is now 4.00 pm and as there is a quorum of members present, I formally declare the Meeting open.

#### Questions

Shareholders may submit questions at any time. To ask a question press on the speech bubble icon. This will open a new screen. At the bottom of that screen there is a section for you to type your question. Once you have finished typing please hit the arrow symbol to send.

While you can submit questions from now on. Questions regarding the company's annual report, item 1 of the business of the meeting, will be addressed once item 1 has been put to meeting attendees. All other questions relating to the resolutions of the meeting will be addressed when all of the resolutions have been read out. Please note that your questions may be moderated or if we receive multiple questions on one topic, they will be amalgamated together.

Voting today will be conducted by way of a poll on all items of business. I will shortly open voting for all resolutions. At that time if you are eligible to vote at this



meeting, a new polling icon will appear. Selecting this icon will bring up a list of resolutions and present you with voting options. To cast your vote simply select one of the options. There is no need to hit a Submit or Enter button as the vote is automatically recorded. You do however have the ability to change your vote, up until the time I declare voting closed.

I now declare voting open on all items of business. The polling icon will soon appear, please submit your votes at any time. I will give you a warning before I move to close voting.

#### **Introductions**

I would like to introduce my fellow Non-executive Directors:

- Mr Robert (Max) Johnston
- Mr Philip Powell
- Professor Allan Cripps

And Executive Director and Founding Scientist:

- Dr Irmgard Irminger-Finger
- and the Senior Management Team:
- Chief Executive Officer Dr Leearne Hinch;
- Chief Scientific Officer Dr Peter French;
- Chief Operating Officer Mr Carl Stubbings; and
- CFO & Company Secretary Mr Tony Di Pietro.

A representative of the company's auditors, Ernst & Young, partner – Mr Michael Hoang, has also joined us and will be available to take questions regarding the first formal item of business, the 2020 Financial Report.

Following the formal business of the meeting we will hear from CEO - Dr Leearne Hinch.

#### **Formal Business:**

We will now proceed to the formal business of the meeting.

At the conclusion of the formal proceedings, representatives from Computershare will collate the results of the votes cast directly at this virtual meeting with the proxy



votes received to determine the outcome of the resolutions. The results of the resolutions will be notified via the ASX platform.

#### **Proxy Votes**

Shareholders should be aware that the Company has received proxies, representing approximately 925 million shares, for the resolutions. Undirected proxies appointing myself will be cast in favour of all resolutions.

The Notice of Meeting was mailed to all registered members on the 27th of October. I will take the Meeting Notices, including explanatory notes, the Financial Report, the Directors' Report and Auditor's Report as read.

Resolution 4, regarding the Election of Helen Fisher as Director has been withdrawn, Helen's resignation from the Board of BARD1 was announced via the ASX platform yesterday.

(Next slide - Third slide of AGM presentation to be shown)

#### **Business of the Meeting**

Item 1 - To table and consider the Annual Report of the Company for the financial year ended 30 June 2020, including the financial report, the declaration of the directors, the Directors' Report, the Remuneration Report, and the Auditor's Report.

This item of business does not require a resolution to be put to the meeting. I will now open this item for discussion.

Would anyone like to address any questions to the Company or to Mr Michael Hoang of Ernst & Young, the Company's Auditor?

(Take questions.)

If there are no questions / further questions of the auditor, we would like to thank Michael for his attendance and invite her to leave the meeting if he so desires.

(Next slide - Fourth slide of AGM presentation to be shown)

Item 2, resolution 1, is the Adoption of the Remuneration Report:

That for the purpose of section 250R (2) of the Corporations Act and for all other purposes, the Remuneration Report for the Company, and its controlled entities



## for the year ended 30 June 2020 is approved and adopted on the terms and conditions set out in the Explanatory Statement.

The Remuneration Report sets out BARD1's remuneration policy and provides details of the remuneration arrangements in place for Directors and Key Management Personnel.

The vote on this Resolution is advisory only and does not bind the Directors or the Company.

#### **Voting Prohibition**

In accordance with section 250R of the Corporations Act, a vote on this Resolution must not be cast by, or on behalf of, a shareholder (or a Closely Related Party of the shareholder) who is a Director or a member of Key Management Personnel whose remuneration details are included in the Remuneration Report. However, a vote may be cast by such person if the person is acting as proxy and the proxy form specifies how the proxy is to vote, and the vote is not cast on behalf of a person who is otherwise excluded from voting on this Resolution.

#### (Next slide - Fifth slide of AGM presentation to be shown)

The next two resolutions relate to the election of directors and are ordinary resolutions requiring a vote of at least 50%.

#### Item 3, resolution 2, is the Election of Professor Allan Cripps as Director:

That, pursuant to and in accordance with Listing Rule 14.4 and articles 6.2(b) and 6.3(j) of the Constitution and for all other purposes, Professor Allan Cripps, Director, who was appointed on 23 January 2020, retires and being eligible, is elected as a Director on the terms and conditions in the Explanatory Statement.

The next resolution relates to the appointment of myself as a director therefore I believe it is appropriate for me to hand over to Philip Powell, the chair of Audit & Risk Committee, to present this resolution to the meeting. Should there be any questions in relation to this resolution they will be directed to Philip. (Handover to Philip Powell) – Thanks Geoff

### (Next slide - Sixth slide of AGM presentation to be shown)

#### Item 4, resolution 3, is the Election of Dr Geoffrey Cumming as Director:

That, pursuant to and in accordance with Listing Rule 14.4 and articles 6.2(b) and 6.3(j) of the Constitution and for all other purposes, Dr Geoffrey Cumming, Director,



who was appointed on 28 July 2020, retires and being eligible, is elected as a Director on the terms and conditions in the Explanatory Statement.

Thank you, I will now hand back the reigns to Geoff.

(Next slide - Seventh slide of AGM presentation to be shown)

Item 6, resolution 5, requiring a vote of at least 75% (a special resolution) is the approval of increased placement capacity:

That pursuant to and in accordance with Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions in the Explanatory Statement.

(Next slide - Eight slide of AGM presentation to be shown)

Item 7, resolution 6, requiring a vote of at least 50% (an ordinary resolution) is the approval of a Share Consolidation:

That, in accordance with section 254H of the Corporations Act 2001 (Cth) (Act) and clause 2.4 of the Company's constitution, with immediate effect on Friday, 27 November 2020, all of the Shares in the Company (irrespective of class) are converted into the smaller number of Shares (in the same class) derived from each Shareholder of Shares in the Company at Friday, 27 November 2020 having the smaller number calculated:

The number of the Shareholder's Shares prior to the share consolidation ÷ 30 with fractions of less than 0.5 disregarded and fractions of 0.5 or more rounded up to the nearest whole number.

I will now take any questions regarding the resolutions that have been submitted.

(Moderator to read any questions and allocate to appropriate director or member of senior management to answer)

#### Closure of the formal proceedings of the AGM

As that concludes the formal business of the meeting, therefore I declare the meeting closed. In a couple of minutes, I will close the voting system. Please ensure that you have cast your vote on all resolutions. I will now pause to allow you time to finalise those votes.



(wait approximately 90 seconds)

Voting is now closed.

The results of these votes will be released to the stock exchange before the market opens in the morning.

I will now hand over to CEO, Dr Leearne Hinch who will provide an update on the company's progress and future plans.

(Lead on to the CEO presentation)

**CEO** presentation