

28 February 2014

Company Announcements Office
Australian Stock Exchange
Level 4
20 Bridge Street
Sydney NSW 2000

Dear Sir

Please find attached the Company's announcement of its interim results for the 2013/14 year, for immediate release to the market.

Included in this announcement are ASX Appendix 4D and the Half Yearly Report for the period to 31 December 2013.

Yours faithfully




Mr Richard Caldwell
Executive Chairman

DYESOL LTD

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DYESOL LIMITED



Appendix 4D

Half Year Report Period Ended 31 December 2013

Results for announcement to the Market

| | <u>Percentage Change</u> | | <u>\$'000</u> |
|--|--------------------------|----|---------------|
| Revenue from ordinary activities | 39% decrease | to | 339 |
| Loss after income tax from continuing operations | 51% increase | to | (4,274) |
| Net loss for the period attributable to owners | 51% increase | to | (4,274) |

Dividends

| | <u>Amount per security</u> | <u>Percentage Franked</u> |
|---|----------------------------|---------------------------|
| Current period: | | |
| Interim Dividend | Nil | N/A |
| Date the Dividend is Payable: | | N/A |
| Record Date for determining entitlements to the Dividend: | | N/A |
| Prior corresponding period: | | |
| Interim Dividend | Nil | N/A |

Net Tangible Assets per Security

| | |
|------------------------|---------|
| As at 31 December 2013 | \$0.009 |
| As at 31 December 2012 | \$0.012 |

The interim financial report of Dyesol Ltd for the half-year ended 31 December 2013 is subject to two emphasis of matters in the Independent Auditor's Review Report.

The emphasis of matters relate to the Group's ability to continue as a going concern and the material uncertainty regarding impairment of non-current assets under the assumption that commercial viability will be achieved to further progress the DSC PV project and intellectual property, given the statement by directors in Note 2 in the Financial Report that additional capital will be required to do so.

The Group's independent auditor, Grant Thornton Audit Pty Ltd has stated that these requirements indicate the existence of a material uncertainty that may cast doubt on the Company's ability to continue as a going concern and should the directors assumption prove to be incorrect the consolidated entity's property, plant and equipment and intangible assets may be impaired.

The Independent Auditor's Review Report is contained on page 25 of the interim financial report.

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ACN 111 723 883

HALF-YEAR FINANCIAL REPORT
31 DECEMBER 2013

DYESOL LIMITED

ABN 92 111 723 883

Interim Report - 31 December 2013

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This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2013 and any public announcements made by Dyesol Limited during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The directors present their report on the consolidated entity consisting of Dyesol Limited and its controlled entities for the half-year ended 31 December 2013 and the auditor's review report thereon:

1. DIRECTORS

The directors of the Company during the half-year and up to the date of this report are:

| Name | Period of directorship |
|---|---------------------------------|
| Mr Richard Caldwell <i>Chairman & CEO</i> | Director since 18 March 2005 |
| Mr Gordon Thompson <i>Non-Executive Director</i> | Director since 9 November 2004 |
| Mr Ian Neal <i>Non-Executive Director</i> | Director since 8 September 2006 |
| Mr Gerry Grove-White <i>Non-Executive Director</i> | Director since 10 August 2011 |
| Mrs Nicola Swift <i>Non-Executive Director</i> | Appointed on 6 September 2013 |

2. RESULTS

The result of the consolidated entity for the half-year ended 31 December 2013 was a loss after income tax of \$4,273,740 (2012: \$2,826,592).

3. REVIEW OF ACTIVITIES

The first half of FY2014 was characterised by an intense focus on the challenges and opportunities of working with the new solid-state material set. Without question, this invention has unleashed enormous energy and conviction about the wide-scale potential for solid-state DSC in the built environment. Dyesol is taking the lead in translation of the technology from the laboratory to the manufacturing line and much of the knowledge and experience acquired in recent years has allowed us to maintain our first-mover advantage.

Operational Highlights for the First Half Fiscal Year 2014

- There was a quick succession of record efficiency results ending in a verified 16.2% by KRICT in Korea. These results are generally accessible to Dyesol via its EPFL licence and Dyesol has supported the progress with the provision of some materials and the active role taken by its Dyesol funded researchers stationed at the EPFL. In response to this success, Dyesol has further strengthened its presence at the EPFL where a team headed by Dr Hans Desilvestro is now working on improved and cheaper material formulations. Dr Desilvestro, a former PhD student of Professor Michael Graetzel, is returning to the EPFL as a Dyesol employee after many years working as a consultant. These development programmes are commercial-in-confidence, but reflect an aggressive emphasis on building an expressway from the laboratory to the factory. With the trajectory of improvement still steep, further substantial progress in higher efficiencies is considered likely.
- The Dyesol Technical Advisory Board (TAB), chaired by Professor Michael Graetzel, has been further strengthened with an invitation issued to Tasnee/Cristal to participate. The TAB will also have a leading industrial consultant as secretary to ensure the approach is rigorous and robust. The strengthening of the TAB is an important risk mitigation strategy focussing on quarterly reporting of internal technical milestones. These are the milestones that will lead to successful large-scale commercialisation.
- After comprehensive due diligence, Tasnee confirmed its intention to invest further in Dyesol. As a strategic investor, Tasnee is a deeply resourced multi-national and has the ability to support Dyesol's growth in many important ways. If the EGM is successful in approving Tasnee's investment, Tasnee will also appoint a director to the Dyesol board.

- In November, Dyesol was invited to become an industrial partner at SPECIFIC in South Wales. The programmes that it will undertake there fully complement its technical development plan and have a clear commercial focus. The Welsh Government funded activity allows Dyesol access to some of the best process technology available and Dyesol looks forward to reporting progress within the limitations posed by creating valuable intellectual property.

Commentary on Financial Results for the Half-Year

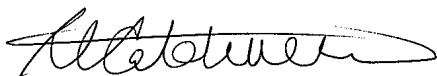
- The result for the half-year shows an increase of 30% in the loss before income tax from continuing operations compared to the same period last year. The major contributing factors included:
 - ✓ an increase in finance cost of \$703,618 primarily because of a notional (non-cash) interest expense of \$703,870 relating to Tasnee's convertible note;
 - ✓ an increase in share-based payment expense (non-cash) of \$320,181 relating to securities issued under the Dyesol Limited Performance Rights Plan;
 - ✓ a reduction in grant funding (mainly EU Commission funded projects) and sundry income of \$307,045;
 - ✓ A reduction in sales revenue, resulting in a lower gross margin contribution by \$146,964.
- Although material and equipment revenues for the half-year were soft, a significant improvement is expected during the second half of the financial year.
- During the half year, the Company received a \$2.84m cash rebate from the Federal Government for its R&D activities during 2012/13. An accrual of \$1.26m (Note 8) under the FY2014 R&D Tax Incentive program has been made based on the Company's R&D expenditures for the last six months.
- Net cash usage from operating and investing activities for the 6 months excluding R&D tax rebates (\$2.84m) was \$860k average per month in line with budget expectations, however with R&D tax rebates recovery included the net cash usage decreased to \$388k average per month.
- In November 2013 the \$4.1 million convertible note issued to Tasnee in March 2013 was converted into ordinary shares at the conversion price of 16.6 cents per share; this has significantly reduced our borrowings by \$3.4m to \$1.2m (CSIRO convertible notes) at the end of the half-year. The CSIRO convertible note may be redeemed at Dyesol Limited's option by issue of shares (Note 11).
- As a result, our current ratio is higher, albeit our cash reserves which the Company expects to be significantly increase from the strategic Tasnee investment of up to AUD\$16 million, subject to the investment requiring shareholder approval at an Extraordinary General Meeting (EGM) scheduled for 5th March 2014.

4. AUDITOR'S INDEPENDENCE DECLARATION

A copy of the independence declaration by the lead auditor under section 307C is included on page 5 to these half-year financial statements.

Dated at Queanbeyan, New South Wales, this 28th day of February 2014.

Signed in accordance with a resolution of the directors:



Richard Caldwell
Chairman

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**Auditor's Independence Declaration
To The Directors of Dyesol Limited**

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of Dyesol Limited for the half-year ended 31 December 2013, I declare that, to the best of my knowledge and belief, there have been:

- a No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- b No contraventions of any applicable code of professional conduct in relation to the review.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



L M Worsley
Partner - Audit & Assurance

Sydney, 28 February 2014

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CONSOLIDATED STATEMENT OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

| | Note | Half-year | |
|--|------|---------------------------|---------------------------|
| | | 31 December 2013 \$ | 31 December 2012 \$ |
| Revenue from sale of goods and services | | 338,793 | 557,287 |
| Cost of sales | | (196,500) | (268,030) |
| Gross profit | | 142,293 | 289,257 |
| Interest revenue | | 64,133 | 54,490 |
| Other income | 5 | 183,442 | 490,487 |
| Technical expenses | | (2,279,089) | (2,273,464) |
| Administrative and corporate expenses | | (2,270,863) | (2,164,046) |
| Marketing expenses | | (352,983) | (269,207) |
| Finance cost | | (735,001) | (31,383) |
| Intellectual property expenses | | (230,011) | (220,544) |
| Share of losses of associate/ joint ventures | | (86,643) | (166,272) |
| Loss before income tax benefit | 6 | (5,564,722) | (4,290,682) |
| Income tax benefit | | 1,290,982 | 1,464,090 |
| Net loss for the half-year | | (4,273,740) | (2,826,592) |
| Other comprehensive income: | | | |
| <i>Items that may be reclassified subsequently to profit or loss</i> | | | |
| Exchange differences on translating foreign operations - Group | | 511,228 | 64,921 |
| Exchange differences on translating foreign operations - Joint ventures | | (9,919) | 19,812 |
| Income tax relating to items that may be reclassified subsequently to profit or loss | | - | - |
| Other comprehensive income for the period, net of tax | | 501,309 | 84,733 |
| Total comprehensive income for the half-year | | (3,772,431) | (2,741,859) |
| Loss for the half-year is attributable to: | | | |
| Owners of Dyesol Limited | | (4,273,800) | (2,827,746) |
| Non-controlling interest | | 60 | 1,154 |
| | | (4,273,740) | (2,826,592) |
| Total comprehensive loss for the half-year is attributable to: | | | |
| Owners of Dyesol Limited | | (3,773,168) | (2,743,142) |
| Non-controlling interest | | 737 | 1,283 |
| | | (3,772,431) | (2,741,859) |
| Loss per share | | | |
| Basic and diluted loss per share (cents) | 12 | (1.88) | (1.44) |

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



CONSOLIDATED STATEMENT OF FINANCIAL POSITION
FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

| | Note | 31 December 2013 \$ | 30 June 2013 \$ |
|--|------|---------------------------|--------------------------|
| ASSETS | | | |
| Current assets | | | |
| Cash and cash equivalents | | 476,071 | 1,102,422 |
| Term Deposits | | 2,200,000 | 4,000,000 |
| Trade and other receivables | 8 | 1,711,371 | 3,197,159 |
| Inventories | | 940,420 | 968,598 |
| Other current assets | 7 | 313,200 | 332,133 |
| Total current assets | | <u>5,641,062</u> | <u>9,600,312</u> |
| Non-current assets | | | |
| Property, plant and equipment | | 673,817 | 956,744 |
| Intangible assets | 9 | 9,162,695 | 8,283,789 |
| Investment in associate/ joint ventures | 10 | 61,936 | 93,450 |
| Total non-current assets | | <u>9,898,448</u> | <u>9,333,983</u> |
| Total assets | | <u>15,539,510</u> | <u>18,934,295</u> |
| LIABILITIES | | | |
| Current liabilities | | | |
| Trade and other payables | | 1,698,472 | 2,482,751 |
| Borrowings | 11 | 443,272 | 3,430,173 |
| Provisions | | 543,393 | 498,839 |
| Total current liabilities | | <u>2,685,137</u> | <u>6,411,763</u> |
| Non-current liabilities | | | |
| Borrowings | 11 | 778,123 | 1,190,283 |
| Provisions | | 191,482 | 91,356 |
| Deferred tax liability | | 480,150 | 517,085 |
| Total non-current liabilities | | <u>1,449,755</u> | <u>1,798,724</u> |
| Total liabilities | | <u>4,134,892</u> | <u>8,210,487</u> |
| Net assets | | <u>11,404,618</u> | <u>10,723,808</u> |
| EQUITY | | | |
| Contributed equity | 12 | 84,235,346 | 80,079,832 |
| Reserves | | 6,124,018 | 5,325,659 |
| Accumulated losses | | (78,963,020) | (74,689,220) |
| Capital and reserves attributable to owners of Dyesol | | <u>11,396,344</u> | <u>10,716,271</u> |
| Non-controlling Interest | | <u>8,274</u> | <u>7,537</u> |
| Total equity | | <u>11,404,618</u> | <u>10,723,808</u> |

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

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

| | Note | Half-year | |
|--|------|---------------------------|---------------------------|
| | | 31 December 2013 \$ | 31 December 2012 \$ |
| Cash flows from operating activities | | | |
| Cash receipts from customers | | 299,587 | 662,247 |
| Cash payments to suppliers and employees | | (5,139,479) | (4,556,440) |
| R&D tax rebate received | | 2,840,785 | 2,956,726 |
| Interest received | | 45,647 | 41,300 |
| Interest paid | | - | (2,821) |
| Grant received | | - | 142,214 |
| Net cash outflow from operating activities | | <u>(1,953,460)</u> | <u>(756,774)</u> |
| Cash flows from investing activities | | | |
| Payments for property, plant & equipment | | (4,184) | (12,518) |
| Payments for product development cost | | <u>(373,015)</u> | <u>(630,351)</u> |
| Net cash outflow from investing activities | | <u>(377,199)</u> | <u>(642,869)</u> |
| Cash flows from financing activities | | | |
| Proceeds from borrowings | | - | 500,000 |
| Repayment of borrowings | | - | (500,000) |
| Treasury shares purchased | 12 | (111,214) | - |
| Share issue costs | | - | 107,640 |
| Net cash inflow / (outflow) from financing activities | | <u>(111,214)</u> | <u>107,640</u> |
| Net decrease in cash held | | (2,441,873) | (1,292,003) |
| Effects of exchange rate changes on the balances of cash held in foreign currencies | | 15,522 | (3,683) |
| Net cash at beginning of period | | <u>5,102,422</u> | <u>2,321,288</u> |
| Net cash at end of period | | <u>2,676,071</u> | <u>1,025,602</u> |

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



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

| | Contributed equity | Accumulated losses | Reserves | | | Total | Non-controlling interest | Total equity |
|---|--------------------|---------------------|------------------------|--------------------------------------|---------------|--------------------|--------------------------|--------------------|
| | | | Equity-settled benefit | Foreign currency translation reserve | Other reserve | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ | \$ | |
| At 1 July 2012 | 76,127,923 | (65,290,070) | 4,982,229 | (1,007,391) | - | 14,812,691 | 3,770 | 14,816,461 |
| Total comprehensive income for the half-year | | | | | | | | |
| Loss for the half-year | - | (2,827,746) | - | - | - | (2,827,746) | 1,154 | (2,826,592) |
| Other comprehensive income | | | | | | | | |
| Foreign currency translation reserve differences | - | - | - | 84,604 | - | 84,604 | 129 | 84,733 |
| Total comprehensive income for the half-year | - | (2,827,746) | - | 84,604 | - | (2,743,142) | 1,283 | (2,741,859) |
| Transaction with owners, in their capacity as owners | | | | | | | | |
| Contributions of equity, net of transaction costs | - | - | - | - | - | - | - | - |
| Share-based payment expense | - | - | 54,436 | - | - | 54,436 | - | 54,436 |
| Total transactions with owners | - | - | 54,436 | - | - | 54,436 | - | 54,436 |
| At 31 December 2012 | 76,127,923 | (68,117,816) | 5,036,665 | (922,787) | - | 12,123,985 | 5,053 | 12,129,038 |
| Total comprehensive income for the half-year | | | | | | | | |
| Loss for the half-year | - | (6,571,404) | - | - | - | (6,571,404) | 1,800 | (6,569,604) |
| Other comprehensive income | | | | | | | | |
| Foreign currency translation reserve differences | - | - | - | 369,700 | - | 369,700 | 684 | 370,384 |
| Total comprehensive income for the half-year | - | (6,571,404) | - | 369,700 | - | (6,201,704) | 2,484 | (6,199,220) |



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (cont'd)
FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

| | Contributed equity | Accumulated losses | Equity- settled benefit | Reserves Foreign currency translation reserve | Other reserve | Total | Non- controlling interest | Total equity |
|---|-----------------------|-----------------------|-------------------------------|---|------------------|--------------------|---------------------------------|--------------------|
| | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| Transaction with owners, in their capacity as owners | | | | | | | | |
| Contributions of equity, net of transaction costs | 3,951,909 | - | - | - | - | 3,951,909 | - | 3,951,909 |
| Share-based payment expense | - | - | 43,194 | - | - | 43,194 | - | 43,194 |
| Equity component on convertible note | - | - | - | - | 798,887 | 798,887 | - | 798,887 |
| Total transactions with owners | 3,951,909 | - | 43,194 | - | 798,887 | 4,793,990 | - | 4,793,990 |
| At 30 June 2013 | 80,079,832 | (74,689,220) | 5,079,859 | (553,087) | 798,887 | 10,716,271 | 7,537 | 10,723,808 |
| Total comprehensive income for the half-year | | | | | | | | |
| Loss for the half-year | - | (4,273,800) | - | - | - | (4,273,800) | 60 | (4,273,740) |
| Other comprehensive income | | | | | | | | |
| Foreign currency translation reserve differences | - | - | - | 500,632 | - | 500,632 | 677 | 501,309 |
| Total comprehensive income for the half-year | - | (4,273,800) | - | 500,632 | - | (3,773,168) | 737 | (3,772,431) |
| Transaction with owners, in their capacity as owners | | | | | | | | |
| Contributions of equity, net of transaction costs | 4,189,838 | - | - | - | - | 4,189,838 | - | 4,189,838 |
| Share-based payment expense | - | - | 374,617 | - | - | 374,617 | - | 374,617 |
| Treasury shares purchase (Note 11) | (111,214) | - | - | - | - | (111,214) | - | (111,214) |
| Issue of Treasury shares (Note 11) | 76,890 | - | (76,890) | - | - | - | - | - |
| Total transactions with owners | 4,155,514 | - | 297,727 | - | - | 4,453,241 | - | 4,453,241 |
| As 31 December 2013 | 84,235,346 | (78,963,020) | 5,377,586 | (52,455) | 798,887 | 11,396,344 | 8,274 | 11,404,618 |

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

1. BASIS OF PREPARATION OF HALF-YEAR FINANCIAL STATEMENTS

These general purpose financial statements for the half-year reporting period ended 31 December 2013 have been prepared in accordance with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the Corporations Act 2001. The historical cost basis has been used.

These half-year financial statements do not include all the notes of the type normally included in annual financial statements and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the consolidated entity as the full financial statements. Accordingly, these half-year financial statements are to be read in conjunction with the annual financial statements for the year ended 30 June 2013 and any public announcements made by Dyesol Limited during the half-year reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The same accounting policies and methods of computation have generally been followed in these half-year financial statements as compared with the most recent annual financial statements except for:

New and revised Accounting Standards applicable for the first time to the current half-year reporting period.

The Group has adopted all new and revised Australian Accounting Standards and Interpretations that became effective for the first time and are relevant to the Group, including:

- AASB 11 Joint Arrangements deals with the classification of joint arrangements with two or more parties having joint control (see Note 10)

The adoption of the new and revised Australian Accounting Standards and Interpretations has impacted on the Group's accounting policies and the amounts reported during the current half-year period as explained in Note 10.

These half-year financial statements were approved by the Board of Directors on 28 February 2014.

2. GOING CONCERN

The financial statements have been prepared on a going concern basis.

The Group incurred an operating loss after income tax for the half-year of \$4,273,740 (2012: \$2,826,592) and an operating net cash outflow of \$1,953,460 (2012: \$756,774) for the half-year ended 31 December 2013. Cash held at bank as at 31 December 2013 was \$2,676,071 (30 June 2013: \$5,102,422).

The financial statements have been prepared on a going concern basis, which contemplates continuity of normal activities and realisation of assets and settlement of liabilities in the normal course of business. In order for Dyesol to continue as a going concern and further progress the development of its technology and intellectual property, and in particular the accelerated development of solid state - DSC for scale up activities, additional capital will be required. Dyesol has previously raised capital when required and the Directors expect the Company will be successful in raising the required additional capital in future.

The Directors have initiated the following strategies to secure the going concern status and have determined that these financial statements should be prepared on a going concern basis as these strategies are expected to be successful:

(a) Tasnee strategic investment

On 28 November 2013 Saudi Arabian industrial giant, Tasnee, also known as The National Industrialization Company of Saudi Arabia, has confirmed its intention to invest up to an additional AUD\$16 million in Dyesol, in addition to the AUD\$4 million Tasnee invested in Dyesol in February.

Tasnee will make its strategic investment in two tranches. The first tranche of AUD \$10 million, convertible into Dyesol shares at 18 cents per share, is to take effect as soon as possible – subject to Dyesol shareholder approval. The second tranche of AUD \$6 million (also subject to shareholder approval), is an option convertible into Dyesol shares at 18 cents per share, if the investment is made at or before an Extraordinary General Meeting (EGM) scheduled for March 2014, otherwise it will be convertible into Dyesol shares at a 25% discount to the 30 day volume weighted average price –if the investment is made after the EGM and within one year. To the extent that investment is above 20% ownership in Dyesol and exceeds issuance capacity under ASX Listing Rule 7.1, the strategic investment requires shareholder approval as required by the Corporations Act and the ASX Listing Rules, respectively.

Dyesol has appointed an independent expert to prepare a report to assist Dyesol shareholders in making an informed decision in relation to approving the proposed investment at the EGM scheduled for March 2014.

(b) Other funding support

The Company has been successful in an expression of interest and approved to submit a final application to be evaluated for Australian Government funding of an estimated \$7 million over a 3 year period, to enable Dyesol to accelerate the commercialisation of solid-state DSC technology, enabling a first mover advantage to be achieved.

(c) Research and Development Tax Credit

There is the research and development tax incentive which is paid annually around August, based on financial year ending 30 June 2014 claim, Dyesol may be entitled to a receivable in excess of \$2.5m.

In addition to the initiatives set out above, the Board of Directors continues to look at long term investment options to provide the working capital to implement its technology roadmap to full commercialisation. The Board believes that the Group will be successful in transforming operations to achieve positive cash flow. Until this is achieved additional funding will continue to be required from investors.

Based on the factors outlined above the Directors have prepared this financial report on a going concern basis. Accordingly the financial statements do not include any adjustments relating to the recoverability or classification of recorded asset amounts or classification of liabilities that might be necessary should the Company not be able to continue as a going concern.

3. ESTIMATES

When preparing the interim financial statements, management undertakes a number of judgements, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results.

The judgements, estimates and assumptions applied in the interim financial statements, including the key sources of estimation uncertainty were the same as those applied in the Group's last annual financial statements for the year ended 30 June 2013. The only exception is the estimate of the provision for income taxes which is determined in the interim financial statements using the estimated average annual effective income tax rate applied to the pre-tax income of the interim period.

The Company has completed the liquidation process for the closing of its subsidiary company, Dyesol Japan Co. Ltd. As the entity was not considered a separate major line of business or geographical area of operation, the presentation and disclosure of the results of the discontinued operation is not required under *AASB 5 Non-Current Assets Held for Sale and Discontinued Operations*.

4. SEGMENT REPORTING

Operating segments have been determined on the basis of reports reviewed by the executive management committee. The executive management committee ("committee") is considered to be the chief operating decision maker of the group. The committee considers the business from both a product and geographic perspective and assesses performance and allocates resources on this basis.

Information provided to the executive management committee

Segment information provided to the board for the half-year ended 31 December 2013 is as follows:

Product information

| | Glass & Equipment | | Metal Strip | | Flexibles | | R&D Materials | | Total | |
|--|-------------------|------------------|---------------|-----------------|-------------|-----------------|------------------|--------------------|--------------------|--------------------|
| | 31 Dec 2013 | 31 Dec 2012 | 31 Dec 2013 | 31 Dec 2013 | 31 Dec 2013 | 31 Dec 2012 | 31 Dec 2013 | 31 Dec 2012 | 31 Dec 2013 | 31 Dec 2012 |
| | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| Segment revenue | | | | | | | | | | |
| Total segment revenue | 31,963 | 78,814 | - | - | - | - | 313,207 | 426,346 | 345,170 | 505,160 |
| Inter-segment revenue | (7,387) | (9,544) | - | - | - | - | (11,384) | (30,238) | (18,771) | (39,782) |
| Segment revenue from external customers | 24,576 | 69,270 | - | - | - | - | 301,823 | 396,108 | 326,399 | 465,378 |
| Net Loss | (247,081) | (517,804) | 32,887 | (60,730) | - | (14,861) | (803,498) | (1,170,842) | (1,017,692) | (1,764,237) |

The executive management committee monitors segment performance based on net loss before income tax.

Other segment information

| | | | | | | | | | | |
|---|--------|--------|--------|---|---|---|---------|--------|---------|--------|
| Non-cash expenses other than depreciation and amortisation | 4,868 | 12,200 | 68,731 | - | - | - | 133,379 | 13,848 | 206,978 | 26,048 |
| Share of net loss of associate/ joint ventures included in net loss # | 27,895 | 8,993 | - | - | - | - | 15,653 | 47,981 | 43,548 | 56,974 |

total segment net loss of associate/joint ventures is different to the Group share of losses of associate/joint ventures due to the unallocated corporate and other business units income and expenses

NOTES TO THE FINANCIAL STATEMENTS

Other segment information

Segment revenue

Product segment revenue reconciles to total revenue from sales of goods and services

| | 31 Dec 2013 | 31 Dec 2012 |
|------------------------------|----------------|----------------|
| | \$ | \$ |
| Total segment revenue | 345,170 | 505,160 |
| Inter segment revenue | (18,771) | (39,782) |
| Other segment revenue | | |
| Licence fee | 11,534 | 9,830 |
| Technical services | 860 | 82,079 |
| | 338,793 | 557,287 |

Net Loss

Net loss reconciles to loss before income tax as follows:

| | | |
|--|--------------------|--------------------|
| Total segment net loss | (1,017,692) | (1,764,237) |
| Inter-segment eliminations | (889,518) | 14,427 |
| Unallocated corporate and other business units income and expenses | | |
| Wind up of Dyesol Japan Co. Ltd. | 153,095 | - |
| Depreciation and amortisation | (436,782) | (580,725) |
| Employment cost | (1,056,630) | (812,855) |
| Share based payment | (167,640) | (28,388) |
| Marketing expenses | (108,650) | (118,091) |
| Foreign currency gain/(losses) | (23,030) | 15,303 |
| Unrealised foreign exchange gain/(losses) | (3,800) | (15,190) |
| Interest paid | (735,001) | (31,383) |
| Interest income | 64,133 | 54,490 |
| Intellectual property expenses | (94,486) | (88,020) |
| Professional fees | (299,548) | (307,135) |
| Legal fees | (135,473) | (21,100) |
| Board, secretarial & other expenses | (417,254) | (380,433) |
| Provisions for doubtful debts/ write off | (13,188) | (13,151) |
| Other | (383,258) | (214,194) |
| Total unallocated corporate and other business units income and expenses | (4,547,030) | (2,526,445) |
| Loss before income tax from continuing operations | (5,564,722) | (4,290,682) |

Segment assets

Segment assets are not required to be disclosed if they are not provided to the chief operating decision maker.

Segment liabilities

Segment liabilities are not required to be disclosed if they are not provided to the chief operating decision maker.

NOTES TO THE FINANCIAL STATEMENTS

Geographical information

The Group operates in four major geographical segments, being Australia, Asia, Europe (including Switzerland, Italy, Germany and the UK) and North America, being where the customers are based. All of these entities are involved in the industrialisation and commercialisation of Dye Solar Cell (DSC) technology.

Segment information provided to the executive management committee for the half-year ended 31 December 2013 is as follows:

| | Australia | | Europe | | North America | | Asia | | Total | |
|--|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|
| | 31 Dec 2013 | 31 Dec 2012 | 31 Dec 2013 | 31 Dec 2012 | 31 Dec 2013 | 31 Dec 2012 | 31 Dec 2013 | 31 Dec 2012 | 31 Dec 2013 | 31 Dec 2012 |
| | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| Segment revenue | | | | | | | | | | |
| Total segment revenue | 21,267 | 28,969 | 302,226 | 269,667 | 53,727 | 117,946 | 150,653 | 326,964 | 527,873 | 743,546 |
| Inter segment revenue | (3,673) | - | (185,407) | (181,706) | - | (4,553) | - | - | (189,080) | (186,259) |
| Segment revenue from external customers | 17,594 | 28,969 | 116,819 | 87,961 | 53,727 | 113,393 | 150,653 | 326,964 | 338,793 | 557,287 |

Segment revenue

The segment revenue reconciles directly to total revenue from continuing operations and therefore no reconciliation is required.

Segment assets

Segment assets are allocated to countries based on where the assets are located.

NOTES TO THE FINANCIAL STATEMENTS

| | 31 Dec 2013 \$ | 31 Dec 2012 \$ |
|--|-------------------------------|--------------------------------|
| 5. OTHER INCOME | | |
| Government and other grants | 170,892 | 378,139 |
| Other income | <u>12,550</u> | <u>112,348</u> |
| Total other income | <u>183,442</u> | <u>490,487</u> |
| 6. EXPENSES | | |
| Loss before income tax includes the following expenses: | | |
| <i>Borrowing costs</i> | | |
| Interest expense | <u>735,001</u> | <u>31,383</u> |
| <i>Share based payments</i> | | |
| Share based payments to company employees/ directors | <u>374,617</u> | <u>54,436</u> |
| <i>Gain on wind up of subsidiary</i> | | |
| Dyesol Japan Co. Ltd. (see Note 14) | <u>(153,095)</u> | <u>-</u> |
| | 31 Dec 2013 \$ | 30 June 2013 \$ |
| 7. OTHER CURRENT ASSETS | | |
| Prepaid expenses | 173,045 | 187,405 |
| GST receivable and PAYG | <u>140,155</u> | <u>144,728</u> |
| Total other current assets | <u>313,200</u> | <u>332,133</u> |
| 8. TRADE AND OTHER RECEIVABLES | | |
| Trade receivables, gross | 215,513 | 188,786 |
| Allowance for doubtful debts | <u>(98,079)</u> | <u>(98,079)</u> |
| Trade receivables | <u>117,434</u> | <u>90,707</u> |
| Directors' loans, gross | 369,010 | 355,823 |
| Allowance for doubtful debts | <u>(369,010)</u> | <u>(355,823)</u> |
| Directors' loans | <u>-</u> | <u>-</u> |
| R & D tax rebate receivable* | 1,263,911 | 2,859,254 |
| Other receivables | <u>330,026</u> | <u>247,198</u> |
| | <u>1,711,371</u> | <u>3,197,159</u> |
| * An income tax receivable of \$1,263,911 under the FY2014 R&D Tax Incentive program cash rebate (refundable tax credit) was provided based on the estimated R&D expenditures for the last six months. | | |
| 9. INTANGIBLE ASSETS | | |
| Intellectual property and patents, at cost | 3,791,610 | 3,747,022 |
| Less: Accumulated amortisation | <u>(2,080,438)</u> | <u>(1,944,913)</u> |
| | 1,711,172 | 1,802,109 |
| Product development costs | 4,009,683 | 3,039,840 |
| Goodwill at cost | <u>3,441,840</u> | <u>3,441,840</u> |
| | <u>9,162,695</u> | <u>8,283,789</u> |

NOTES TO THE FINANCIAL STATEMENTS

No further impairment of the consolidated entity's intangible assets was required during the half-year period because the Directors continue to expect sufficient net cash flows to be generated by these assets and its property, plant and equipment to support their carrying values. The Directors' assessment of the impairment of intangible assets (including capitalised development costs of \$4,009,683) and property, plant and equipment with the expected success and future net cash flows to be generated by the DSC PV project in collaboration with the Company's strategic investors remains unchanged as previously reported for the year ended 30 June 2013 (refer to Annual Report 2013 Note 1y and Note 12).

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NOTES TO THE FINANCIAL STATEMENTS

10. INVESTMENTS IN ASSOCIATE/ JOINT VENTURES

The movement in investment in associate and investments in joint ventures during the half-year period is as follows:

| | Joint ventures | | | | Associate | | Total | |
|---|----------------------|-----------------------|----------------------|-----------------------|------------------------|-----------------------|----------------------|-----------------------|
| | Dyesol-Timo Co. Ltd. | | DyeTec Solar Inc. | | Printed Power Pte Ltd. | | 31 Dec 2013 \$ | 30 June 2013 \$ |
| | 31 Dec 2013 \$ | 30 June 2013 \$ | 31 Dec 2013 \$ | 30 June 2013 \$ | 31 Dec 2013 \$ | 30 June 2013 \$ | | |
| Deemed cost of investment at beginning of year | 96,562 | 324,558 | (3,112) | (67,126) | - | - | 93,450 | 257,432 |
| Loss during year | (86,643) | (347,696) | - | 63,902 | - | - | (86,643) | (283,794) |
| Forex translation movement during year | (9,919) | 19,700 | - | 112 | - | - | (9,919) | 19,812 |
| Loan to joint venture | - | 100,000 | - | - | - | - | - | 100,000 |
| Cost of acquisition/investment | - | - | - | - | 65,048 | - | 65,048 | - |
| Deemed cost of investment at end of period | - | 96,562 | (3,112) | (3,112) | 65,048 | - | 61,936 | 93,450 |

AASB 11 Joint Arrangements

The Group's interest in Dyesol-Timo Co. Ltd., and DyeTec Solar Inc. were classified as jointly controlled entities and the Group's share of the assets, liabilities, revenue, income and expenses were proportionately consolidated in the consolidated financial statements during the previous reporting periods. Upon adoption of AASB 11 during the half-year period, the Group has determined its interest in these entities to be joint ventures and they are required to be accounted for using the equity method.

NOTES TO THE FINANCIAL STATEMENTS

10. INVESTMENTS IN ASSOCIATE/ JOINT VENTURES (CONT'D)

The effects on the statement of financial position and statement of profit or loss and other comprehensive income are:

| Statement of Profit or Loss and Other Comprehensive Income (Extract) | 31 Dec 2012 (Previously stated) | Change | 31 Dec 2012 (Restated) |
|--|------------------------------------|---------------|---------------------------|
| Revenue | 518,129 | 39,158 | 557,287 |
| Cost of sales | (265,306) | (2,724) | (268,030) |
| Gross Profit | 252,823 | 36,434 | 289,257 |
| Interest revenue | 56,789 | (2,299) | 54,490 |
| Other income | 507,664 | (17,177) | 490,487 |
| Technical expenses | (2,315,597) | 42,133 | (2,273,464) |
| Administrative and corporate expenses | (2,266,641) | 102,595 | (2,164,046) |
| Marketing expenses | (273,793) | 4,586 | (269,207) |
| Finance cost | (31,383) | - | (31,383) |
| Intellectual property expenses | (220,544) | - | (220,544) |
| Share of losses of associate/ joint ventures | - | (166,272) | (166,272) |
| Loss before income tax benefit | (4,290,682) | - | (4,290,682) |
| Income tax benefit | 1,464,090 | - | 1,464,090 |
| Net loss for the half-year | (2,826,592) | - | (2,826,592) |
| Other comprehensive income | 84,733 | - | 84,733 |
| Total comprehensive income | (2,741,859) | - | (2,741,859) |

| Statement of Financial Position (Extract) | 30 Jun 2013 (Previously stated) | Increase/ (Decrease) | 30 Jun 2013 (Restated) | 1 July 2012 (Previously stated) | Increase/ (Decrease) | 1 July 2012 (Restated) |
|---|------------------------------------|-------------------------|---------------------------|------------------------------------|-------------------------|---------------------------|
| Current assets | | | | | | |
| Cash and cash equivalents | 5,167,332 | (64,910) | 5,102,422 | 2,510,305 | (189,017) | 2,321,288 |
| Trade and other receivables | 3,233,607 | (36,448) | 3,197,159 | 3,450,290 | 75,320 | 3,525,610 |
| Inventories | 970,644 | (2,046) | 968,598 | 1,399,869 | (2,755) | 1,397,114 |
| Other current assets | 351,014 | (18,881) | 332,133 | 309,468 | (40,180) | 269,288 |
| Non-current assets | | | | | | |
| Property, plant and equipment | 1,083,954 | (127,210) | 956,744 | 2,022,958 | (184,728) | 1,838,230 |
| Intangible assets | 8,283,789 | - | 8,283,789 | 9,640,061 | - | 9,640,061 |
| Investment in associate/ joint ventures | - | 93,450 | 93,450 | - | 257,431 | 257,431 |
| Total assets | 19,090,340 | (156,045) | 18,934,295 | 19,332,951 | (83,929) | 19,249,022 |
| Current liabilities | | | | | | |
| Trade and other payables | 2,638,796 | (156,045) | 2,482,751 | 2,144,243 | (83,929) | 2,060,314 |
| Borrowings | 3,430,173 | - | 3,430,173 | 1,170,437 | - | 1,170,437 |
| Provisions | 498,839 | - | 498,839 | 224,771 | - | 224,771 |
| Non-current liabilities | | | | | | |
| Borrowings | 1,190,283 | - | 1,190,283 | - | - | - |
| Provisions | 91,356 | - | 91,356 | 386,085 | - | 386,085 |
| Deferred tax liability | 517,085 | - | 517,085 | 590,954 | - | 590,954 |
| Total liabilities | 8,366,532 | (156,045) | 8,210,487 | 4,516,490 | (83,929) | 4,432,561 |
| Net Assets | 10,723,808 | - | 10,723,808 | 14,816,461 | - | 14,816,461 |

NOTES TO THE FINANCIAL STATEMENTS

10. INVESTMENTS IN ASSOCIATE/ JOINT VENTURES (CONT'D)

Impact on the consolidated statement of cash flows

| | 31 Dec 2013 | 31 Dec 2012 |
|---|-----------------|------------------|
| | \$ | \$ |
| Decrease in net cash outflows from operating activities | 83,283 | 72,865 |
| Decrease in net cash outflows from investing activities | - | 23,801 |
| Increase in net cash outflows from financing activities | (25,050) | - |
| Decrease in net cash at beginning of period | (64,910) | (189,017) |
| Decrease in effects of exchange rate changes on the balances of cash held in foreign currencies | (8,287) | (10,913) |
| Net decrease in cash and cash equivalents | (14,964) | (103,264) |

11. BORROWINGS

| | 31 Dec 2013 | 30 June 2013 |
|------------------------------|----------------|------------------|
| | \$ | \$ |
| Current | | |
| Convertible note – unsecured | 443,272 | 134,043 |
| Convertible note - secured | - | 3,296,130 |
| | <u>443,272</u> | <u>3,430,173</u> |
| Non-current | | |
| Convertible note – unsecured | 778,123 | 1,190,283 |
| | <u>778,123</u> | <u>1,190,283</u> |

The convertible notes (unsecured) issued pursuant to the funding agreement with CSIRO to carry out a research and development project amounts to \$1,221,395 at the end of the half-year reporting period. The terms of repayment were re-negotiated in the last reporting period and as a result additional interest charges have been recognised to increase the carrying value to \$1,221,395. During the half-year, 375,015 shares were issued to CSIRO @ \$0.3574 per share as repayment of \$134,063 of the CSIRO funding agreement. In addition, \$443,272 and \$864,110 repayments are due on 1 December 2014 and 1 December 2015 respectively. The Funding Agreement and the Deed of Amendment between the Company and CSIRO governs the terms and circumstances of redemption or conversion to satisfy the indebtedness of this note, and the granting of a licence. The option to convert into ordinary shares equal to the face value of the note or redeem for cash is with the Company. The Company has exercised its right to take up an exclusive licence under the Project IP set out in the CSIRO Licence Agreement.

NOTES TO THE FINANCIAL STATEMENTS

12. EQUITY SECURITIES ISSUED

Issue of ordinary shares during the half-year:

| | Number of Shares | | \$ | |
|--|---------------------|----------------|------------------|----------------|
| | 31 Dec 2013 | 31 Dec 2012 | 31 Dec 2013 | 31 Dec 2012 |
| Issue of shares on exercise of rights and options | 675,000 | 847,357 | - | - |
| Issue of shares on conversion of Tasnee's Convertible Notes @0.166 per share | 24,698,795 | - | 4,100,000 | - |
| Issue of shares to CSIRO as repayment @\$0.3574 per share | 375,105 | - | 134,063 | - |
| Issue of 200,000 shares to employee as agreed contractual terms | 200,000 | - | - | - |
| 123,000 Treasury shares purchase @\$0.3421 per share * | (123,000) | - | (42,089) | - |
| 200,000 Treasury shares purchase @\$0.3456 per share * | (200,000) | - | (69,125) | - |
| Issue of 200,000 Treasury shares @\$0.33 per share * | 200,000 | - | 66,000 | - |
| Issue of 33,000 Treasury shares @\$0.33 per share * | 33,000 | - | 10,890 | - |
| Transaction costs of share issues | - | - | (44,225) | - |
| Total | <u>25,858,900</u> | <u>847,357</u> | <u>4,155,514</u> | <u>-</u> |

* During the period, the Company acquired 323,000 of its own shares at a cost of \$111,214 for the purpose of making awards under the Dyesol Limited Employee Performance Rights Plan ("Plan") and these shares have been classified in the balance sheet as treasury shares within equity. 233,000 shares have been allotted to various employees upon vesting of their performance rights during the half-year period.

EARNINGS PER SHARE

| <i>Reconciliation of earnings to profit or loss</i> | 31 Dec 2013 | 31 Dec 2012 |
|--|--------------------|--------------------|
| Loss attributable to owners of Dyesol Limited used to calculate earnings per share | <u>(4,273,800)</u> | <u>(2,827,746)</u> |

The calculation of basic loss per share at 31 December 2013 was based on the loss attributable to owners of Dyesol Limited \$4,273,800 (2012: \$2,827,746) and a weighted average number (W.A.N.) of ordinary shares outstanding at 31 December 2013 of 227,370,063 (2012: 196,325,519) shares calculated as follows:

| | 31 Dec 2013 | | 31 Dec 2012 | |
|--|-------------|-------------|-------------|-------------|
| | Actual No. | W.A.N. | Actual No. | W.A.N. |
| Issued ordinary shares at beginning of year | 221,361,987 | 221,361,987 | 196,044,602 | 196,044,602 |
| Issue of shares on conversion of Tasnee's Convertible Notes @0.166 per share | 24,698,795 | 5,906,234 | - | - |
| Issue of 200,000 shares to employee as agreed contractual terms | 200,000 | 35,870 | - | - |
| Issue of shares to CSIRO as repayment @ \$0.3574 per share | 375,105 | 53,004 | - | - |

NOTES TO THE FINANCIAL STATEMENTS

| | 31 Dec 2013 | | 31 Dec 2012 | |
|--|--------------------|--------------------|--------------------|--------------------|
| | Actual No. | W.A.N. | Actual No. | W.A.N. |
| Effect of issue of shares as a share based payment | 675,000 | 121,060 | 847,357 | 280,917 |
| 123,000 Treasury shares purchase @\$0.3421 per share | (123,000) | (57,489) | - | - |
| 200,000 Treasury shares purchase @\$0.3456 per share | (200,000) | (92,391) | - | - |
| Issue of 200,000 Treasury shares @\$0.33 per share | 200,000 | 35,870 | - | - |
| Issue of 33,000 Treasury shares @\$0.33 per share | 33,000 | 5,918 | - | - |
| Issued ordinary shares at reporting date | 247,220,887 | 227,370,063 | 196,891,959 | 196,325,519 |

13. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

(a) Fair value hierarchy

AASB 13 requires disclosure of fair value measurements by level of the fair value hierarchy, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company however has no financial instruments by levels 1, 2 or 3 at the end of the half-year reporting period.

(b) Fair values of other financial assets and financial liabilities

The Group also has number of financial instruments which are not measured using the fair value hierarchy in the Statement of Financial Position.

| | 31 Dec 2013 Carrying amount \$ | 30 Jun 2013 Carrying amount \$ |
|--|---|---|
| Financial Assets | | |
| Cash and cash equivalents | 2,676,071 | 5,102,422 |
| Loans and receivables | 1,711,371 | 3,197,159 |
| Total financial assets | 4,387,442 | 8,299,581 |
| Financial liabilities at amortised cost | | |
| Trade and other payables | 1,186,173 | 1,860,781 |
| Borrowings – current | 443,272 | 3,430,173 |
| Borrowings – non current | 778,123 | 1,190,283 |
| Total financial liabilities at amortised cost | 2,407,568 | 6,481,237 |
| Total financial liabilities | 2,407,568 | 6,481,237 |

The carrying amounts of the current receivables, current payables and current borrowings are considered to be a reasonable approximation of their fair value given their short term nature.

14. DISCONTINUED OPERATIONS – DYESOL JAPAN CO. LTD.

The Company has completed the liquidation process for the closing of its subsidiary company, Dyesol Japan Co. Ltd. As the entity was not considered a separate major line of business or geographical area of operation, the presentation and disclosure of the results of the discontinued operation is not required under *AASB 5 Non-Current Assets Held for Sale and Discontinued Operations*.

15. CONTINGENT LIABILITIES

- The Company has received a claim in previous periods from Dr Gavin Tulloch alleging wrongful termination of his role as Director of Technology and seeking payment of a significant unsubstantiated amount. In the Directors opinion this claim is without basis and the Company continues to defend this matter in the courts.
- Dyesol is in preparations for the proceedings of an unquantified defamation claim that arose in the previous reporting period. Dyesol considers the claim as spurious and will continue to defend it.
- Dyesol is in the process of establishing an arbitration hearing on the matter of National Institute for Materials Science (NIMS), for a disputed contract balance payment of USD 352,741. The Company does not consider the claim to have any merit and will continue to defend this matter to ensure the best outcome of this matter for Dyesol is achieved.
- Dyesol is the subject for an unfair dismissal claim from a former employee. The Company does not consider the claim to have any merit. The matter has been reserved for judgement by the Fair Works Commission and the Company will continue to defend any legal action that may ensue.

The Directors believe that there are no other material contingent liabilities related to the parent entity or the group at the end of the reporting period.

16. CAPITAL COMMITMENTS

There are no material capital commitments related to the parent entity at the end of the reporting period.

17. EVENTS SUBSEQUENT TO THE END OF REPORTING PERIOD

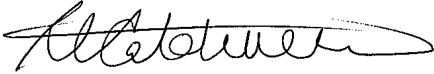
- NIL

DECLARATION BY DIRECTORS

The directors of the company declare that:

1. the financial statements, comprising the Consolidated Statement of Profit or Loss and Other Comprehensive Income, Consolidated Statement of Financial Position, Consolidated Statement of Cash Flows, Consolidated Statement of Changes in Equity and accompanying notes, are in accordance with the Corporations Act 2001 and:
 - (a) comply with Accounting Standard AASB 134 *Interim Financial Reporting* and the Corporations Regulations 2001; and
 - (b) Give a true and fair view of the consolidated entity's financial position as at 31 December 2013 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 the resolution of the Board of Directors and is signed for and behalf of the directors by:



Richard Caldwell
Executive Chairman

Dated at Queanbeyan, New South Wales, this 28th day of February 2014.

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Independent Auditor's Review Report To the Members of Dyesol Limited

We have reviewed the accompanying half-year financial report of Dyesol Limited (“Company”), which comprises the consolidated financial statements being the statement of financial position as at 31 December 2013, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a statement or description of accounting policies, other explanatory information and the directors’ declaration of the consolidated entity, comprising both the Company and the entities it controlled at the half-year’s end or from time to time during the half-year.

Directors’ responsibility for the half-year financial report

The directors of Dyesol 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 controls as the directors 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

Our responsibility is to express a conclusion on the consolidated half-year financial report based on our review. We conducted our review in accordance with the 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 2013 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. As the auditor of Dyesol Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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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.

Independence

In conducting our review, we complied with the independence requirements of the Corporations Act 2001.

Conclusion

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 Dyesol 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 2013 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.

Emphasis of Matter: Material uncertainty regarding continuation as a going concern

Without qualification to the conclusion expressed above, we draw attention to Note 2 to the financial report which sets out the basis on which the Directors have determined that the consolidated entity is a going concern.

The consolidated entity incurred a net loss after income tax of \$3,576,033 and an operating net cash outflow of \$1,953,460 during the half-year ended 31 December 2013. Cash and cash equivalents amount to \$476,071 and term deposits maturing on 28 February 2014 total \$2,200,000.

In Note 2, it is stated that the consolidated entity requires additional capital in order to continue as a going concern and further progress the development of its technology and intellectual property.

These conditions, along with other matters as set forth in Note 2, indicate the existence of a material uncertainty which may cast significant doubt about the Company's and the consolidated entity's ability to continue as a going concern and therefore, the Company and the consolidated entity may be unable to realise their assets and discharge their liabilities in the normal course of business, and at the amounts stated in the financial report.

Emphasis of Matter: Material Uncertainty regarding Impairment of Non-Current Assets

Without qualifying our opinion, we draw attention to the statement of financial position which includes property, plant and equipment amounting to \$673,817 and intangible assets amounting to \$9,162,695, which relate substantially to the consolidated entity's project to develop Dye Sensitised Photovoltaic on coil coated steel (the DSC PV project).

Significant additional funding and a formal commitment to further progress the DSC PV project to commercialisation is required and has not yet been received. Notwithstanding this uncertainty, based on information available to them, the Directors are of the opinion that there are viable collaboration partners within the market and that the DSC PV project will progress to commercialisation.

Accordingly, the Directors continue to expect that sufficient net cash flows will be generated by these assets to support the carrying values of non-current assets and no further impairment of these assets exists at 31 December 2013.

The above conditions indicate there is inherent uncertainty regarding the assumption that commercial viability will be achieved to further progress the DSC PV project and should this assumption prove to be incorrect the consolidated entity's property, plant and equipment and intangible assets may be impaired.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



L M Worsley
Partner - Audit & Assurance

Sydney, 28 February 2014

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