

**APPENDIX 4D
FOR THE HALF-YEAR ENDED 30 JUNE 2021**

**UUV Aquabotix Limited
ABN 52 616 062 072**

1. Company details

Name of entity: UUV Aquabotix Limited
ABN: 52 616 062 072
Reporting period: For the half-year ended 30 June 2021
Previous period: For the half-year ended 30 June 2020

2. Results for announcement to the market

	Half-year 30 June 2021	Half-year 30 June 2020	% change
Revenue from continuing activities	-	392,562	down 100%
Loss from continuing activities after tax attributable to members	(250,842)	(825,684)	down 69.6%
Net loss attributable to members	(250,842)	(825,684)	down 69.6%
Dividends: No dividends are being proposed or have been paid.			

See the attached Director's Report for commentary related to the above results.

3. Net Tangible Asset (NTA) backing per share

	As at 30 June 2021	As at 30 June 2020	% change
Net Tangible Asset/(Liabilities) backing per share	0.02	(0.03)	up 166.7%

4. There were no changes to the company structure during the period.
5. There were no payments of dividends during the period and no dividends are being proposed.
6. There is no dividend reinvestment plan in operation.
7. There are no associates or joint venture entities.
8. This report is based on accounts that have been reviewed and are not subject to dispute or qualification.

The attached financial report is all the half-year information provided to the Australian Securities Exchange under Listing rule 4.2A.3. This report also satisfied the half-year reporting requirements of the Corporations Act 2001.



Winton Willesee
Director

26 August 2021

UUV Aquabotix Limited
ABN 52 616 062 072
HALF-YEAR REPORT – 30 JUNE 2021

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UUV Aquabotix Limited
ABN 52 616 062 072
HALF-YEAR REPORT – 30 JUNE 2021

CORPORATE INFORMATION

Directors

Mr Winton Willesee (Non-Executive Chairman)
Mr James Bahen (Non Executive Director)
Ms Eryln Dale (Non Executive Director)

Secretaries

Mr Winton Willesee and Ms Eryln Dale (Joint Company Secretaries)

Registered Office

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Australia
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E-mail: investors@aquabotix.com
Website: www.aquabotix.com

Auditors

RSM Australia Partners
Level 32 Exchange Tower, 2 The Esplanade
Perth WA 6000

Bankers

National Australia Bank
West End
197 St Georges Terrace
Perth WA 6000

Solicitors

Steinepreis Paganin
16 Milligan Street
Perth WA 6000

Share Registry

Link Market Services Limited
Level 12, QV1 Building
250 St Georges Terrace
Perth WA 6000
Telephone: +61 1300 554 474

Stock Exchange Listing

UUV Aquabotix Limited shares (ASX code UUV) and UUVOA Listed Options (ASX code UUVOA) are quoted on the Australian Stock Exchange.

UUV Aquabotix Limited
ABN 52 616 062 072
DIRECTORS' REPORT – 30 JUNE 2021

The directors submit their report, together with the financial statements, for UUV Aquabotix Ltd (the "Company" or "Aquabotix") for the half-year ended 30 June 2021.

Directors

The names of directors who held office during the half year and until the date of this report are set out below. Directors were in office for this entire period unless otherwise stated:

Winton Willesee (Non-Executive Chairman)
James Bahen (Non-Executive Director)
Erlyn Dale (Non-Executive Director)

Principal Activities

Following the cessation of its active conduct of business operations in November last year, on 7 June 2021, the Company's securities were suspended from trading on ASX. The suspension will continue until the Company embarks on its next chapter of operations.

Review of Operations

The Board is continuing to actively review new business opportunities for the Company. The Directors have been pleased with the quality of opportunities that have been sourced for review to date, and will update the market as soon as a suitable opportunity is determined.

During the financial period the Company continued to manage its cash to retain sufficient levels of funding for its next chapter of development.

Significant Changes in the State of Affairs

Other than as noted above, there have been no significant changes in the state of affairs of the Company during the six-month financial period to 30 June 2021.

Auditor's Independence Declaration

The lead auditor's independence declaration under s 307C of the *Corporations Act 2001* is set out on page 5 for the six-month financial period to 30 June 2021.

This directors' report is made in accordance with a resolution of the Board of Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.



Winton Willesee
Director

Dated this 26th day of August 2021

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of UUV Aquabotix Limited for the half-year ended 30 June 2021, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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



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TUTU PHONG
Partner

Perth, WA
Dated: 26 August 2021

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UUV Aquabotix Limited

ABN 52 616 062 072

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 30 JUNE 2021

		Company	Consolidated
		Half-year Ended	Half-year Ended
	Note	30 June 2021	30 June 2020
		\$	\$
Revenue	3	-	392,562
Other income	3	37	10,224
Cost of sales		-	(187,180)
General and administrative expense	4	(249,179)	(928,400)
Selling and marketing expense		-	(5,903)
Research and development expense		-	(43,091)
Depreciation expense		-	(5,832)
Share option expense		-	(57,042)
Interest expense		(1,488)	(2,026)
Foreign exchange (losses)/gains		(212)	1,004
Loss before income tax		(250,842)	(825,684)
Income tax expense		-	-
Loss for the period		(250,842)	(825,684)
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
- Adjustments on translation of foreign controlled entity		-	30,045
Total comprehensive loss for the period		(250,842)	(795,639)
		Cents	Cents
Basic and diluted loss per share	7	(0.01)	(0.13)

The accompanying notes form part of these financial statements.

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UUV Aquabotix Limited
ABN 52 616 062 072
STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2021

	Note	Company	
		As at 30 June 2021	As at 31 December 2020
ASSETS		\$	\$
CURRENT ASSETS			
Cash and cash equivalents		644,831	911,323
Trade and other receivables		19,337	37,265
Other current assets		46,179	-
TOTAL CURRENT ASSETS		<u>710,347</u>	<u>948,588</u>
TOTAL ASSETS		<u>710,347</u>	<u>948,588</u>
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables		73,326	236,192
Borrowings		44,718	-
TOTAL CURRENT LIABILITIES		<u>118,044</u>	<u>236,192</u>
TOTAL LIABILITIES		<u>118,044</u>	<u>236,192</u>
NET ASSETS		<u>592,303</u>	<u>722,396</u>
EQUITY			
Share capital	5	13,779,012	13,779,012
Reserves	6	1,337,192	1,216,443
Accumulated losses		(14,523,901)	(14,273,059)
TOTAL EQUITY		<u>592,303</u>	<u>722,396</u>

The accompanying notes form part of these financial statements.

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UUV Aquabotix Limited
ABN 52 616 062 072
STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 30 JUNE 2021

Company	Issued Capital \$	Accumulated Losses \$	Options Reserve \$	Foreign exchange Reserve \$	Total \$
Balance at 1 January 2021	13,779,012	(14,273,059)	1,216,443	-	722,396
Comprehensive income					
Loss for the period	-	(250,842)	-	-	(250,842)
Total comprehensive loss for the period	-	(250,842)	-	-	(250,842)
Options issued in the period	-	-	120,749	-	120,749
Balance at 30 June 2021	13,779,012	(14,523,901)	1,337,192	-	592,303
Consolidated					
Balance at 1 January 2020	12,065,190	(12,948,832)	1,139,149	23,063	278,570
Comprehensive income					
Loss for the period	-	(825,684)	-	-	(825,684)
Other comprehensive income	-	-	-	30,045	30,045
Total comprehensive (loss)/income for the period	-	(825,684)	-	30,045	(795,639)
Shares issued during the period	287,545	-	-	-	287,545
Share issue costs	(27,655)	-	-	-	(27,655)
Options issued in the period	-	-	57,042	-	57,042
Balance at 30 June 2020	12,325,080	(13,774,516)	1,196,191	53,108	(200,137)

The accompanying notes form part of these financial statements.

UUV Aquabotix Limited
ABN 52 616 062 072
STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 30 JUNE 2021

	Company	Consolidated
	Half-year	Half-year
	Ended	Ended
	30 June 2021	30 June 2020
	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from customers	-	430,419
Government grants and other support	-	130,517
Payments to suppliers and employees	(264,829)	(567,934)
Interest received	37	224
Finance costs paid	(1,488)	(2,026)
Net cash used in operating activities	(266,280)	(8,800)
CASH FLOWS FROM INVESTING ACTIVITIES		
Net cash used in investing activities	-	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Net proceeds from issue of shares	-	185,000
Repayment of borrowings	-	(23,914)
Net cash provided by financing activities	-	161,086
Net (decrease)/increase in cash held	(266,280)	152,286
Foreign currency transactions	(212)	6,844
Cash and cash equivalents at beginning of period	911,323	260,254
Cash and cash equivalents at end of period	644,831	419,384

The accompanying notes form part of these financial statements.

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UUV Aquabotix Limited
ABN 52 616 062 072
NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 30 JUNE 2021

NOTE 1: BASIS OF PREPARATION

Basis of Preparation and Significant Accounting Policies

These general-purpose interim financial statements for half-year reporting period ended 30 June 2021 have been prepared in accordance with requirements of the Corporations Act 2001 and Australian Accounting Standard AASB 134: Interim Financial Reporting. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'. The Company is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

This interim financial report is intended to provide users with an update on the latest annual financial statements of UUV Aquabotix Limited (the "Company").

The prior period comparative information includes the consolidated results of the Company and its former wholly-owned United States subsidiary Aquabotix Technology Corporation (ATC). On 23 December 2020 ATC filed for Chapter 7 bankruptcy in the United States Bankruptcy Court in the District of Massachusetts.

These general purpose financial statements does not include all the notes typical of inclusion within an annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance and financial position of the Company as a full financial report. Accordingly, these financial statements should be read in conjunction with the annual report for the year ended 31 December 2020 and any other public announcements made by UUV Aquabotix Limited during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

These interim financial statements were authorised for issue on 26 August 2021.

New or amended Accounting Standards and Interpretations adopted

The Company has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are mandatory for the current reporting period.

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

NOTE 2: OPERATING SEGMENTS

30 June 2021

With the cessation of operations in the USA, the Company now operates in a single geographic segment being Australia and had no operating revenue for the financial period.

30 June 2020

The Group has one operating segment, being the development and sales of underwater unmanned vehicles, including swarming underwater drones. This operating segment is monitored by the Group's Operating Decision Maker and strategic decisions are made on the basis of reviewing the segment results. The Chief Operating Decision Maker of the group is the Chief Executive Officer.

For comparative purposes, the following table presents certain information regarding the geographical segments for the half year ended 30 June 2020:

UUV Aquabotix Limited
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 30 JUNE 2021

<i>Segment Performance</i>	30 June 2020			
	USA	Australia	Elimination	Total
	\$	\$	\$	\$
External sales	392,562	-	-	392,562
Total segment revenue	392,562	-	-	392,562
Other income	-	10,000	-	10,000
Interest income	216	8	-	224
Impairment of right of use asset	-	-	-	-
Depreciation	(5,499)	(333)	-	(5,832)
Finance costs	-	(2,026)	-	(2,026)
Income tax expense	-	-	-	-
Loss after income tax expense	(435,785)	(389,899)	-	(825,684)
<i>Assets and liabilities</i>				
Segment assets	532,021	6,605,471	(6,498,369)	639,123
Segment liabilities	(7,056,397)	(281,232)	6,498,369	(839,260)

NOTE 3: REVENUE

	Company	Consolidated
	Half-year Ended 30 June 2021	Half-year Ended 30 June 2020
	\$	\$
REVENUE FROM CONTRACTS WITH CUSTOMERS		
Sale of goods	-	355,482
Rendering of services	-	37,080
	-	392,562
OTHER INCOME		
Interest	37	224
Amounts received from Government Grants	-	10,000
	37	10,224
Net foreign exchange income	-	1,004
	-	11,228
REVENUE	37	403,790

UUV Aquabotix Limited
ABN 52 616 062 072
NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 30 JUNE 2021

NOTE 4: EXPENSES

	Company	Consolidated
	Half-year Ended 30 June 2021	Half-year Ended 30 June 2020
	\$	\$
Loss before income tax includes the following specific expenses:		
General and administrative expense		
Defined contribution superannuation expense	-	4,703
Salaries and compensation	-	581,622
Professional fees	216,753	322,028
Travel	-	4,395
Expenses relating to liquidation of former USA subsidiary	26,426	-
Other occupancy expenses	6,000	15,652
	249,179	928,400

NOTE 5: ISSUED CAPITAL

	Number of shares	\$
Balance at 1 January 2021	2,388,374,811	13,779,012
Issue of new shares, net of issue costs	-	-
Balance at 30 June 2021	2,388,374,811	13,779,012

NOTE 6: RESERVES

	Number of Options	Option reserve \$
Unlisted Options		
Opening balance at 1 January 2021	99,237,500	1,191,041
Options lapsed in the period	(8,200,000)	-
Closing balance at 30 June 2021	91,037,500	1,191,041
Listed UUVOA Options		
Opening balance at 1 January 2021	1,104,592,677	25,402
Issue of new share options	60,000,000	120,749
Closing balance at 30 June 2021	1,164,592,677	146,151
Opening balance at 1 January 2021	1,203,830,177	1,216,443
Closing balance at 30 June 2021	1,255,630,177	1,337,192

Unlisted Options Lapsed in the Period

- 5,700,000 Unlisted Options issued to directors and management are exercisable at 30 cents on or before 20 April 2021. These Options had fully vested and expired in the period.
- 1,500,000 Unlisted Options issued to directors and management are exercisable at 11 cents on or before 18 April 2021. These Options had fully vested and expired in the period.
- 1,000,000 Unlisted Options issued to directors and management are exercisable at 11 cents on or before 30 May 2021. These Options had fully vested and expired in the period.

UUV Aquabotix Limited
ABN 52 616 062 072
NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 30 JUNE 2021

Unlisted Options On Issue as at 30 June 2021

- 32,750,000 Unlisted Options issued to directors and management are exercisable at 0.5 cents, with expiry date of 24 December 2023.
- 6,000,000 Unlisted Options issued to directors and management are exercisable at 1.0 cents, with expiry date of 24 December 2023.
- 6,500,000 Unlisted Options issued to directors and management are exercisable at 1.5 cents, with expiry date of 24 December 2023.
- 6,500,000 Unlisted Options issued to directors and management are exercisable at 2.0 cents, with expiry date of 24 December 2023.
- 29,687,500 Unlisted Options issued free-attaching to a sophisticated investor under a placement, are exercisable at 0.8 cents, with expiry date of 30 June 2022.
- 6,600,000 Unlisted Options issued to directors and management are exercisable at 11 cents, each with various expiry dates, ranging between 18 July 2021 and 18 April 2024.
- 3,000,000 Unlisted Options issued to directors and management, exercisable at 30 cents, with expiry date of 20 April 2022.

Listed Options Issued in the Period

- 60,000,000 Listed UUVOA Options were issued to former directors in lieu of unpaid director's fees of \$120,749 which was an accrued liability as at 31 December 2020.

Listed Options On Issue as at 30 June 2021

- 1,164,592,677 Listed UUVOA Options exercisable at \$0.001, with an expiry date of 28 July 2023.

NOTE 7. EARNINGS PER SHARE

	Company Consolidated	
	30 June 2021	30 June 2020
	\$	\$
<i>Earnings per share for loss</i>		
Loss after income tax attributable to the owners of UUV Aquabotix Limited	(250,842)	(825,684)
	Cents	Cents
Basic and diluted loss per share	(0.01)	(0.13)
	Number	Number
<i>Weighted average number of ordinary shares</i>		
Weighted average number of ordinary shares used in calculating basic earnings per share	2,388,374,811	657,500,785
Adjustments for calculation of diluted earnings per share:		
Options over ordinary shares	-	-
Performance shares	-	-
Weighted average number of ordinary shares used in calculating diluted earnings per share	2,388,374,811	657,500,785

All share options were considered anti-dilutive for the period ended 30 June 2021 and the period ended 30 June 2020.

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UUV Aquabotix Limited

ABN 52 616 062 072

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 30 JUNE 2021**

NOTE 8: CONTINGENT LIABILITIES

As announced on 28 January 2020, the Company's product SwarmDiver™ incorporates, among others, certain technology of which the Company's wholly owned United States subsidiary, ATC, is the licensee. On 23 January 2020, the Company learned that the licensor of the technology, Apium Inc. (Apium), had filed a lawsuit against ATC in the U.S. District Court, Central District of California in Los Angeles. The lawsuit includes claims for actual and anticipatory breach of the license agreement, a declaratory judgment that the license was terminated and that Apium itself has not breached the license, as well as a violation of the U.S. Defend Trade Secrets Act.

As disclosed on 28 January 2020, the Company and ATC believe the lawsuit is without merit and that Apium's actions are themselves a breach of the terms of the license agreement. The Company notes that the filing of the bankruptcy automatically stays the action, and a formal Notice of Stay of Proceedings due to filing of bankruptcy was filed in December in the U.S. District Court, Central District of California in Los Angeles.

The situation is unchanged as the stay remains and the liquidation is proceeding. The directors believe the Company has no contingent liabilities.

NOTE 9: EVENTS AFTER THE END OF THE FINANCIAL PERIOD

As at the date of this report, the directors are not aware of any significant events since the end of the financial period.

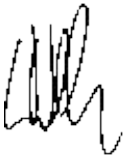
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UUV Aquabotix Limited
ABN 52 616 062 072
DIRECTORS' DECLARATION

In accordance with a resolution of the directors of UUV Aquabotix Limited, the directors of the Company declare that:
The financial statements and notes, as set out on pages 6 to 14, are in accordance with the *Corporations Act 2001*, including:

- a. complying with Accounting Standard AASB 134: *Interim Financial Reporting*; and
- b. giving a true and fair view of the Company's financial position as at 30 June 2021 and of its performance for the financial half-year ended on that date.

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.



Winton Willesee
Director

Dated this 26th day of August 2021

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**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF
UUV AQUABOTIX LIMITED**

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of UUV Aquabotix Limited which comprises the statement of financial position as at 30 June 2021, 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 summary of significant accounting policies and other explanatory information and the directors' declaration.

Directors' Responsibility for the Half-Year Financial Report

The directors of the company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors 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 half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the company's financial position as at 30 June 2021 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 UUV Aquabotix Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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.

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Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of UUV Aquabotix Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.

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 UUV Aquabotix Limited is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the company's financial position as at 30 June 2021 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*.

RSM

RSM AUSTRALIA PARTNERS



TUTU PHONG
Partner

Perth, WA
Dated: 26 August 2021

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