

Appendix 4C

Quarterly report for entities subject to Listing Rule 4.7B

Introduced 31/03/00 Amended 30/09/01, 24/10/05, 17/12/10, 01/09/16

Name of entity

CFOAM LIMITED

ABN

46 611 576 777

Quarter ended ("current quarter")

31 DECEMBER 2016

Reporting is in US\$ being the functional and presentational currency A\$:US\$ rate 0.75 adopted

Consolidated statement of cash flows	Current quarter \$US'000	Year to date (6 months) \$US'000
1. Cash flows from operating activities		
1.1 Receipts from customers	511	511
1.2 Payments for		
(a) research and development	-	-
(b) product manufacturing and operating costs	(387)	(433)
(c) advertising and marketing	-	-
(d) leased assets	(128)	(128)
(e) staff costs	(202)	(210)
(f) administration and corporate costs	(272)	(375)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	1	2
1.5 Interest and other costs of finance paid	(9)	(9)
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	-	-
1.9 Net cash from / (used in) operating activities	(486)	(642)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) property, plant and equipment	(459)	(459)
(b) businesses (see item 10)	-	-
(c) investments	-	-

Consolidated statement of cash flows		Current quarter \$US'000	Year to date (6 months) \$US'000
	(d) intellectual property	-	-
	(e) other non-current assets	-	-
	Acquisition of assets under Asset Purchase Agreement	(2,200)	(2,200)
2.2	Proceeds from disposal of:		
	(a) property, plant and equipment	-	-
	(b) businesses (see item 10)	-	-
	(c) investments	-	-
	(d) intellectual property	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(2,659)	(2,659)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	6,750	6,750
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	(571)	(673)
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	(25)	(25)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	6,154	6,052

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of quarter/year to date	310	568
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(486)	(642)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(2,659)	(2,659)

Consolidated statement of cash flows		Current quarter \$US'000	Year to date (6 months) \$US'000
4.4	Net cash from / (used in) financing activities (item 3.10 above)	6,154	6,052
4.5	Effect of movement in exchange rates on cash held	115	115
4.6	Cash and cash equivalents at end of quarter	3,434	3,434

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$US'000	Previous quarter \$US'000
5.1	Bank balances	1,434	310
5.2	Call deposits	2,000	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	3,434	310

6. Payments to directors of the entity and their associates

6.1	Aggregate amount of payments to these parties included in item 1.2	100
6.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	-
6.3	Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2	

Current quarter \$US'000
100
-

The amount paid was for 6 months.

In addition, a director was paid A\$75,000 for prospectus management services as per the Prospectus

**7. Payments to related entities of the entity and their
associates**

7.1	Aggregate amount of payments to these parties included in item 1.2	-
7.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	-
7.3	Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2	

Current quarter \$US'000
-
-

-

8. Financing facilities available <i>Add notes as necessary for an understanding of the position</i>	Total facility amount at quarter end \$US'000	Amount drawn at quarter end \$US'000
8.1 Loan facilities	-	-
8.2 Credit standby arrangements	-	-
8.3 Promissory notes	4,800	4,800
8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.		

On completion of the Asset Purchase Agreement promissory notes were issued as follows:

(i) US\$800,000 promissory note with a term of 5 years and an interest rate of 3% per annum, and which is secured by a first lien security interest over the Assets. Payable monthly on a reducing principal basis.

(ii) US\$4,000,000 promissory note which will accrue interest at 2% per annum and be secured by a second lien security interest over the Assets. This promissory note and any accrued interest is payable as follows:

(A) US\$2,000,000 plus accrued interest is payable within 30 days of post-Completion cumulative sales volume of CFOAM reaching US\$3,000,000; or

(B) if post-Completion cumulative sales volume of CFOAM has not reached US\$3,000,000 within one year of Completion, then US\$1,000,000 plus accrued interest is payable within 10 days of the date that is one year following Completion; and

(C) the remaining principal balance of the promissory note plus all unpaid accrued interest will be paid in full on the later of:

(I) 30 days of post-Completion cumulative sales volume of CFOAM reaching US\$6,000,000; and

(II) the second anniversary of the Completion.

9. Estimated cash outflows for next quarter	\$US'000
9.1 Research and development	-
9.2 Product manufacturing and operating costs	350
9.3 Advertising and marketing (included in 9.6)	-
9.4 Leased assets	65
9.5 Staff costs	105
9.6 Administration and corporate costs	251
9.7 Other (provide details if material)	-
9.8 Total estimated cash outflows	771

10. Acquisitions and disposals of business entities (items 2.1(b) and 2.2(b) above)	Acquisitions	Disposals
10.1 Name of entity	-	-
10.2 Place of incorporation or registration	-	-
10.3 Consideration for acquisition or disposal	-	-
10.4 Total net assets	-	-
10.5 Nature of business	-	-

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Sign here: Signed electronically by a Director

Date: 3 February 2017

Print name: Gary Steinepreis

Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.