



**CLEARVUE TECHNOLOGIES LIMITED
AND ITS CONTROLLED ENTITIES**

ABN 45 071 397 487

Consolidated Annual Report

30 June 2020

CLEARVUE TECHNOLOGIES LIMITED AND ITS CONTROLLED ENTITIES
ABN 45 071 397 487

COMPANY INFORMATION

DIRECTORS

Mr Victor Rosenberg, Executive Chairman
Mr Stuart Carmichael, Non-Executive Director
Mr Roger Steinepreis, Non-Executive Director

COMPANY SECRETARY

Mr Brett Tucker
Ms Deborah Ho

REGISTERED OFFICE

Ground Floor
16 Ord Street
West Perth WA 6005

PRINCIPAL BANKERS

National Australia Bank Limited
Level 12, 100 St Georges Terrace
Perth WA 6000

AUDITORS

Grant Thornton Audit Pty Ltd
Level 43, Central Park
152-158 St Georges Terrace
Perth WA 6000

SOLICITORS

Steinepreis Paganin
16 Milligan Street
Perth WA 6000

SHARE REGISTRY

Automic Group
Level 2, 267 St George Terrace
Perth WA 6000

STOCK EXCHANGE LISTING

Shares are listed on the Australian Securities Exchange (ASX code: CPV)

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EXECUTIVE CHAIRMAN'S LETTER

Dear Shareholders,

On behalf of the Board I am delighted to present to you the ClearVue Technologies Limited Annual Report for the year ending 30 June 2020.

ClearVue is an Australian technology company that operates in the building integrated photovoltaic (BIPV) sector which involves the integration of solar technology into glass and building surfaces. Specifically, ClearVue has developed advanced glass technology that preserves glass transparency to maintain building aesthetics whilst generating electricity from windows. Solar PV cells are incorporated around the edges of an insulated glass unit (IGU) used in windows, and the lamination interlayer between the glass in the IGU incorporates ClearVue's patented proprietary nano and microparticles as well as its spectrally selective coating on the rear external surface of the IGU.

The Company has previously reported on its response to the rapidly evolving global health and economic conditions posed by the COVID-19 pandemic. I am pleased to confirm that at this stage ClearVue's operations have only been mildly affected in some areas when dealing with third parties outside of Australia. Generally, however and to date the Company has continued to operate largely unaffected.

In the context of the pandemic the Company recently announced a strategic review of priorities to ensure the Company can come through the pandemic delivering maximum value to shareholders as global markets begin re-opening. The strategic review entailed a reset of strategy to better manage the challenges posed by the pandemic including the inability to travel, potential impacts that may continue to be experienced with the Company's suppliers, distributors and other licensees, as well as disruptions in global trade relations.

In summary during the last twelve months and despite the impacts of the pandemic the Company has successfully progressed the business on multiple fronts including in relation to development of its team, building solid sales and leads pipeline, as well as progressing the technical, commercial, intellectual property and the corporate and financial aspects to its business. Of most interest to shareholders, ClearVue's sales and licensing efforts have continued to progress globally with the Company concentrating its efforts in the target geographies of Europe and the US, as well as at home in Australia.

In the context of the Company's sales and marketing focus it has recently announced that it is establishing a new digital sales and marketing campaign that will form a key part of the Company's lead generation strategy in the target geographies mentioned - whilst minimising the need to travel in the context of the pandemic.

Highlights from 1 July 2019 to date:

Personnel

- 24 Aug 20 Additionally, the Board was further restructured with the appointment of Mr Roger Steinepreis to the board and the stepping down of Mr Jamie Lyford and Mr Sean Rosenberg from the Board. Mr Steinepreis brings extensive ASX board experience to the new Board. Mr Lyford continues in an expanded executive capacity as Chief Operating Officer and General Counsel to support Mr Jagger.
- 23 Jul 20 After conclusion of the Financial Year, ClearVue appointed Mr Ken Jagger as its interim Chief Executive Officer, with myself stepping down as CEO but continuing as Executive Chairman. Mr Jagger brings 17 years' experience in sales and finance to the Company.

EXECUTIVE CHAIRMAN'S LETTER

- 23 Jun 20 Mr Ivan Wu stepped down from the Board as a first step in a planned board and corporate restructure as outlined above.
- 1 Jun 20 ClearVue appointed Dr Mikhail Vasiliev as its Lead Scientist. Dr Vasiliev joins ClearVue from Edith Cowan University having worked on development of the Company's core technologies over the last approximately 10 years.
- 1 Jun 20 ClearVue appointed Mr Christopher Cole as the Company's in-house mechatronic engineer to progress its work in development of the hardware and software for the Company's SmartVue™ smart façade technologies and products.

Sales Focussed Collaborations

- 27 Jul 20 ClearVue signed an MOU with Virtuality Venues LLC in the US for what the parties believe will be the deployment of the largest display of self-powered dynamically switchable glass in one location – the project comprises 568 acres and will include amongst other things 12 hotels, a themed attraction area, golf course, conference centre and a technology display area for green and renewable technologies. ClearVue (or a US based licensee) seeks to enter into a Supply and Purchase agreement for the supply of ClearVue's products into the project that will run over approximately 7 years and is expected to break ground late in 2020.
- 23 Apr 20 ClearVue signed a Letter of Intent with Jinmao Green Building Technology Co. in China (a subsidiary of Fortune 500 Sinochem) to complete a demonstration villa in Hebei Province China with a view to then entering into a distribution agreement or joint venture for supply of ClearVue's product in mainland China.
- 14 Apr 20 ClearVue signed a collaboration agreement with eLstar Dynamics BV of the Netherlands to pursue development of a combined self-powered electrophoretically switchable dynamic glazing solution, conduct a trial and develop joint global sales opportunities for the combined product.
- 14 Oct 19 ClearVue entered into Collaboration Agreement with ROOTS Agriculture (ASX: ROO) to explore joint sales opportunities and complete a demonstration greenhouse in Israel. The demonstration has been postponed due to COVID presently.
- 2 Sep 19 ClearVue signed a Collaboration Agreement with CSME Power Systems Pte Ltd in Singapore.
- 20 Aug 19 ClearVue entered into a Collaboration Agreement with Swedish micro-homes developer Attefallshus.
- 14 Aug 19 ClearVue entered into a collaboration with US sustainability specialist Aquagen Infrastructure Systems to develop a wastewater treatment greenhouse in conjunction with ClearVue in Massachusetts and to collaborate on joint sales opportunities in the US.

Suppliers, Manufacturers and Distributors

- 6 Jul 20 ClearVue appointed Insulsteel Building Sciences LLC as a manufacturer and distributor for the US for sales of the ClearVue product in conjunction with sales of Insulsteels EPS and steel insulated wall panels. Insulsteel seeks to build a plant to manufacture ClearVue's solar PV IGUs for its own use in various projects.
- 19 Dec 19 ClearVue signed a OEM Manufacturing Agreement with YY Windows in Shanghai region of China
- 17 Dec 19 ClearVue appointed Full Treasure as exclusive distributor for Hong Kong and Macau.
- 18 Nov 19 ClearVue signed a OEM Supply Agreement with BeyondPV of Taiwan for manufacture and supply to ClearVue and its OEM glazing suppliers of the solar PV strips used in the ClearVue end product. This followed an earlier MOU of 15 July 2019.

EXECUTIVE CHAIRMAN'S LETTER

Product Development

- 7 May 20 ClearVue announced the development of a new prototype design of its product that increases the power output by 33% to 40w per sqm at peak. Work was completed with D2 Solar in California. Whilst there is still work to be done to integrate the improvements into the core ClearVue product this represents a major milestone for the Company in its product roadmap. Further work is expected to improve upon the results obtained.
- 9 Dec 19 ClearVue confirmed completion of IEC certification testing of its products clearing way for sales in Europe and other regions.
- 28 Nov 19 ClearVue confirmed completion of UL certification testing of its products clearing the way for sales in USA.
- 18 Sep 19 ClearVue announced that it had produced large demonstration IGU panels at 2.3m high x 1.2m wide (and the ability to create larger sized panels).

Corporate

- 25 Aug 20 After conclusion of the Financial Year, ClearVue completed a Placement to professional and sophisticated investors to raise approximately \$3.04m before costs.
- 6 Sep 19 ClearVue confirmed receipt of c.\$602,000 as an R&D tax credit from the ATO.
- 5 Sep 19 ClearVue announced a Share Purchase Plan (SPP) to raise \$2m before costs and a proposed placement to raise a further \$2m (Top Up). The SPP was completed but the Top Up was not progressed.

The Company continues its work to prepare for the 2020-2021 financial year including furthering plans towards its strategic reset: this includes a board and management restructure to ensure best corporate governance and operational efficiency; progressing commercialisation and sales opportunities; and completing steps to execute on current pipeline opportunities.

The ClearVue board and management are very excited about the year ahead for the Company and look forward to keeping shareholders updated with each new milestone achieved.

ClearVue Technologies Limited



Victor Rosenberg
Executive Chairman

DIRECTORS' REPORT

The directors are pleased to present the audited consolidated financial report of ClearVue Technologies Limited ABN 45 071 397 487 ("the Company") and its controlled entities ("the Group") for the year ended 30 June 2020.

DIRECTORS

The name of the directors in office at any time during or since the end of the year are:

Mr Victor Rosenberg
Mr Stuart Carmichael
Mr Roger Steinepreis (appointed 25 August 2020)
Mr Jamie Lyford (resigned 25 August 2020)
Mr Sean Rosenberg (resigned 25 August 2020)
Mr Ivan Wu (resigned 22 June 2020)

The qualifications, experience and special responsibilities of each director are as follows:

Mr Victor Rosenberg
Dip Pham, MPS (SA)
Executive Chairman

Mr V Rosenberg started Tropiglas Pty Ltd in 1996 and is its driving force and major shareholder. Mr V Rosenberg is a qualified pharmacist with extensive business experience in senior management and sales related positions. He has been in the industry for over 27 years having started and owned a number of private businesses, including pharmaceutical, toiletry and food manufacturing businesses. Mr V Rosenberg has previously won an international innovation award for developments in food processing technologies. He consults to a number of public and private companies in the areas of pharmaceuticals, biotechnology and health foods. Mr V Rosenberg is presently not a director of any other listed companies, nor held a directorship within the last 3 years before the end of 30 June 2020.

Mr Stuart Carmichael
BCom, CA
Non-Executive Director

Mr Carmichael is a Chartered Accountant with over 20 years of experience in the provision of corporate advisory services both within Australia and internationally. Mr Carmichael is a principal and director of Ventnor Capital Pty Ltd and Ventnor Securities Pty Ltd which specialises in the provision of corporate and financial advice to small cap ASX listed companies including capital raisings, initial public offerings, corporate restructures and mergers and acquisitions. Mr Carmichael graduated from the University of Western Australia with a Bachelor of Commerce degree, gaining experience with KPMG Corporate Finance in Perth and London before joining ASX listed property services and engineering company UGL Limited (ASX:UGL).

Mr Carmichael is currently the Non-Executive Chairman of Schrole Group Limited (ASX:SCL), Non-Executive Chairman of K-TIG Limited (ASX:KTG), Non-Executive Director of Osteopore Limited (ASX:OSX), Non-Executive Director of De.mem Limited (ASX:DEM) and Non-Executive Director of Swick Mining Services Limited (ASX:SWK).

DIRECTORS' REPORT

Mr Roger Steinepreis

BJuris, LLB

Non-Executive Director (Appointed 24 August 2020)

Mr. Steinepreis is a corporate and resources lawyer with over 30 years' experience. He is the legal adviser to several public companies on a wide range of corporate related matters, with a focus on company restructures, initial public offerings and takeovers. Mr. Steinepreis serves as the Executive Chairman of Steinepreis Paganin, one of the largest specialist corporate law firms in Perth, Australia. He currently serves as Non-Executive Director on various Boards including Petronor E&P Limited (Oslo Axess: PNOR), Latitude Consolidated Limited (ASX: LCD), and is Non-Executive Chairman of Apollo Consolidated Limited (ASX: AOP).

Mr Sean Rosenberg

ICAA

Non-Executive Director (Resigned 25 August 2020)

Mr S Rosenberg is a member of the Institute of Chartered Accountants in Australia, with over 12 years professional experience in finance, auditing, and accounting of Listed Corporations. He has 17 years' experience in business as both a director and owner of a company involved in the import, export and wholesale of Optical and Sunglass products. Mr S Rosenberg's business experience includes product development and sourcing in Asia and Europe, management of national sales teams and business financing. Mr S Rosenberg is presently not a director of any other listed companies, nor held a directorship within the last 3 years before the end of 30 June 2020.

Mr Jamie Lyford

BCom, LLB, LLM, PGradDip IT

Executive Director (Resigned 25 August 2020)

Mr Lyford has over 20 years' experience working in the areas of intellectual property (IP), commercialisation and technology both as an IP and commercialisation lawyer and as a commercialisation adviser. In his work as a lawyer he has worked with a number of well-known local and interstate law and patent firms and internationally with a specialist IT law firm as well as in-house with BHP and multinational IT services provider ATOS. As a commercialisation adviser, Mr Lyford has assisted a number start-up and early stage companies both as an adviser and a director (of which he retains a number of current positions). He has also operated and managed the Western Australian government's Innovation Centre incubator under two separate outsourced consultancy terms where he was responsible for assisting innumerable innovative West Australian businesses on their path to successful commercialisation.

DIRECTORS' REPORT

Mr Ivan Wu

BASc (ComSc)

Non-Executive Director (Resigned 22 June 2020)

Mr Wu is currently a director of ICW Capital, a corporate consulting business in Australia. He has more than 20 years' commercial experience in the utility, technology and resource industries. Mr Wu was previously a founding director of a private corporate management company in Australia in 2007. He previously held roles of company secretary and directorship in various Australian Securities Exchange (ASX) listed companies. He facilitated the successful listing of Legacy Iron Ore Limited (ASX: LCY), iCandy Interactive Limited (ASX: ICI) and iGlobal Holdings Limited (NSX: IGH). In recent years, Mr Wu has been involved in corporate advisory role assisting IPO, corporate restructuring, merger and acquisitions, investor relations and equity capital market for public listed companies. He managed the successful listing of ClearVue in May 2018. He was a Director of listed company iGlobal Holdings Limited up till August 2017.

COMPANY SECRETARY

Mr Brett Tucker

BCom, CA

Mr Tucker is a qualified Chartered Accountant who has acted as Company Secretary to a number of ASX listed and private companies.

Ms Deborah Ho

BCom, AGIA

Ms Ho has over six years of experience in company secretarial, corporate compliance and financial accounting matters. She has acted as Company Secretary to a number of ASX listed and private companies.

REMUNERATION REPORT (AUDITED)

This report, which forms part of the Directors' report, outlines the remuneration arrangements in place for the key management personnel ("KMP") of ClearVue Technologies Limited for the financial year ended 30 June 2020. The information provided in this remuneration report has been prepared in accordance with the requirements of the Corporations Act 2001 and its Regulations and have been audited as required by Section 308(3C) of the Corporations Act 2001.

Key Management Personnel

The KMP of the Company during or since the end of the financial year were as follows:

Directors

Mr Victor Rosenberg, Executive Chairman
Mr Stuart Carmichael, Non-Executive Director
Mr Roger Steinepreis, Non-Executive Director
Mr Sean Rosenberg, Non-Executive Director

Mr Jamie Lyford, Executive Director

Mr Ivan Wu, Non-Executive Director

Period of Employment (to present)

Appointed 13 November 1995
Appointed on 19 January 2018
Appointed 24 August 2020
Appointed on 14 June 2009
Resigned 24 August 2020
Appointed on 27 January 2017
Resigned 24 August 2020
Appointed on 13 April 2017
Resigned 22 June 2020

DIRECTORS' REPORT

Remuneration Policy

The Company's remuneration policy for its KMP has been developed by the Board taking into account the size of the Company, the size of the management team, the nature and stage of development of the Company's current operations, and market conditions and comparable salary levels for companies of a similar size and operating in similar sectors.

In addition to considering the above general factors, the Board has also placed emphasis on the following specific issues in determining the remuneration policy for KMP:

- Sales contract awards;
- Technology development milestones; and
- The performance of the Company's shares as quoted on the Australian Securities Exchange.

Remuneration Committee

Due to the current size of the Company, the Board did not implement a Remuneration Committee during the year, as such the Board of Directors of the Company is responsible for determining and reviewing compensation arrangements for the Directors and the executive team.

Remuneration Structure

In accordance with best practice corporate governance, the structure of Non-Executive Director and executive remuneration is separate and distinct.

Non-Executive Director Remuneration

The Board seeks to set aggregate remuneration at a level that provides the Company with the ability to attract and retain Directors of the highest calibre, whilst incurring a cost that is acceptable to shareholders.

The ASX Listing Rules specify that the aggregate remuneration of Non-Executive Directors shall be determined from time to time by a general meeting. The Constitution states that the Company may pay to the Non-Executive Directors a maximum total amount of director's fees, determined by the Company in general meeting, or until so determined, as the Directors resolve. Fees for the Non-Executive Directors' are presently set at \$350,000 per annum including superannuation. These fees cover main board activities only. Non-Executive Directors may receive additional remuneration for other services provided to the Company.

The Non-Executive salary remuneration became effective from the date of the appointment of the Company to the Official List of the Australian Securities Exchange.

Executive Remuneration

The Company's remuneration policy is to provide a fixed remuneration component and a short- and long-term performance-based component. The Board believes that this remuneration policy is appropriate given the considerations discussed in the section above and is appropriate in aligning executives' objectives with shareholder and business objectives.

DIRECTORS' REPORT

Fixed Remuneration

Fixed remuneration consists of base salaries, as well as employer contributions to superannuation funds and other non-cash benefits. Fixed remuneration is reviewed annually by the Board. The process consists of a review of company and individual performance, relevant comparative remuneration externally and internally and, where appropriate, external advice on policies and practices.

Performance Based Remuneration – Short Term Incentive

The Board has not implemented a system where Executives are entitled to annual cash bonuses. The Company may provide pay performance bonuses to Executives as determined by the Board from time to time. No bonuses were paid or are payable in relation to the 2020 financial year.

Company Performance Shares and Options

The Board has previously chosen to issue Performance Shares (where appropriate) to some executives as a key component of the incentive portion of their remuneration, in order to attract and retain the services of the executives and to provide an incentive linked to the performance of the Company.

Performance Based Remuneration – Long Term Incentive

In the future the Board may grant Options to executives and key consultants to provide incentive-based remuneration, with exercise prices at and/or above market share price (at the time of agreement). As such, Incentive Options granted to executives will generally only be of benefit if the executives perform to the level whereby the value of the Company increases sufficiently to warrant exercising the Incentive Options granted. It is considered the performance of the executives and the performance and value of the Company are closely related.

The Company prohibits executives entering into arrangements to limit their exposure to Performance Shares or Incentive Options granted as part of their remuneration package.

Long-Term Incentive Plans

The Company has implemented an Employee Incentive Plan and a Loan Funded Share Plan and the ClearVue Officer, Employee and Adviser Share Plan.

Employee Incentive Plan

Under the Employee Incentive Plan, the Company may grant options to subscribe for Shares entitling the holder to be issued Shares on terms and conditions set by the Board at its discretion.

The material terms of the Employee Incentive Plan are as follows:

(a) The purpose of the Plan is to:

- assist in the reward, retention and motivation of eligible persons;
- to align the interests of eligible persons more closely with the interests of shareholders, by providing an opportunity for eligible persons receive an equity interest in the form of Awards; and
- to provide eligible persons with the opportunity to share in any future growth in value of the Company.

DIRECTORS' REPORT

- (b) The following persons can participate in the Plan if the Board makes them an offer to do so:
- a director;
 - a full-time or part-time employee;
 - a contractor; or
 - a casual employee of the Company or an associated body corporate and includes a person who may become an eligible person within (i) to (iv) above subject to accepting an offer of engagement for that role.
- (c) Plan Options issued under the Plan are subject to the terms and conditions set out in the Rules, which include:
- Vesting Conditions – which are time-based criteria, requirements or conditions (as specified in the offer and determined by the Board) which must be met prior to Awards vesting in a participant, which the Board may throughout the course of the period between the grant of an Award and its vesting, waive or accelerate as the Board considers reasonably appropriate;
 - Performance Conditions – which are conditions relating to the performance of the Group and its related bodies corporate (and the manner in which those conditions will be tested) as specified in an offer and determined by the Board; and
 - Exercise Conditions – which are criteria, requirements or conditions, as determined by the Board or under the Plan, which must be met (notwithstanding the satisfaction of any Vesting Conditions and/or Performance Conditions) prior to a Participant being entitled to exercise vested Awards in accordance with clauses 8 and 9. Clause 8 prohibits the disposal of any incentive plan 12 months from the date the Plan Shares were issued to the holder, unless there is prior written approval of the Directors, or pursuant to an IPO or Takeover. Subject to the approval of the Directors, the employee may request that Plan Shares be allotted to a Related Entity of the employee under Clause 9.
- (d) In accordance with ASIC Class Order 14/1000, the total Awards that may be issued under the Plan will not exceed 5% of the total number of Shares on issue. In calculating this limit, Awards issued to participants under the Plan other than in reliance upon this Class Order are discounted.
- (e) The Board has the unfettered and absolute discretion to administer the Plan.
- (f) Awards issued under the Plan are not transferable and will not be quoted on the ASX.

The Rules otherwise contain terms and conditions considered standard for long-term incentive plan rules of this nature.

There were no options issued under the Employee Incentive Plan during the year (2019: Nil).

Loan Funded Share Plan

Under the Loan Funded Share Plan, the Company may grant Shares to a participant and may provide a loan to facilitate the acquisition of the Plan Shares. The terms of the loan and price of the Shares is determined by the Board.

The material terms of the Loan Funded Share Plan are as follows:

- (a) The purpose of the Plan is to:
- assist in the reward, retention and motivation of eligible persons;
 - to align the interests of eligible persons more closely with the interests of shareholders, by providing an opportunity for eligible persons to increase their ownership interest in the Company; and
 - to provide eligible persons with the opportunity to share in any future growth in value of the Company.

DIRECTORS' REPORT

- (b) The following persons can participate in the Plan if the Board makes them an offer to do so:
- a director;
 - a full-time or part-time employee;
 - any other person who the Board determines is eligible to participate in the Plan.
- (c) Loans offered under the Plan to facilitate the acquisition of Plan Shares will be interest free and end on 10 years from the Share Grant Date, or earlier in accordance with the Plan Rules.
- (d) The total Shares that may be issued under the Plan in the previous five years, excluding any offers made in accordance with s708 of the Corporations Act, will not exceed 10% of the total number of Shares on issue.
- (e) The Board has the unfettered and absolute discretion to administer the Plan.
- (f) Shares issued under the Plan are not transferable.

The Rules otherwise contain terms and conditions considered standard for loan funded share plan rules of this nature.

There were no Shares issued under the Loan Funded Share Plan during the current financial year.

During the year ended 30 June 2017, shares were issued under the Loan Funded Share Plan to then members of the Board. All loans are outstanding at 30 June 2020 and at the date of this report. Such loans are to be settled on or before 19 September 2027.

Holder	Position	No of shares	Loan amount
Mr Victor Rosenberg	Executive Chairman	1,000,000	\$150,000
Mr Jamie Lyford	Executive Director	1,950,000	\$292,500
Mr Sean Rosenberg	Non-Executive Director	125,000	\$18,750
Mr Ian Rosenberg	Former Non-Executive Director	125,000	\$18,750

The remuneration report details the remuneration arrangements for KMP who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

ClearVue Officer, Employee and Adviser Share Plan

The Company has also adopted a share plan called the 'ClearVue Officer, Employee and Adviser Share Plan' (**OEASP**) pursuant to which the Company may issue shares in the Company to participants. The difference between the OEASP and the Loan Funded Share Plan is that participants in the OEASP can be issued Shares at no cost and without loans being made by the Company. The OEASP was approved by Shareholders on 13 April 2017 (and is referenced at page 141 of the IPO Prospectus). A summary of the rules of the OEASP is set out below:

- (a) (Eligibility): The Company may issue Shares to full time or part time officers, employees and advisers of the Company or any associated body corporate, or any other person who the Board determines is eligible to participate in the OEASP.
- (b) (Consideration): No subscription price is payable for Shares issued under the OEASP. Shares issued under the OEASP vest on issue but cannot be transferred for 12 months. The Board may waive the transfer restrictions, including in circumstances where a takeover offer is made for the Company. Shares issued under the OEASP carry with them the same rights to vote and receive dividends or capital distributions as other ordinary shares of the Company which are on issue.

DIRECTORS' REPORT

There were no shares issued under the OEASP during the year (2019: Nil).

The remuneration report details the remuneration arrangements for KMP who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

Executive Director Service Agreements

The Company has entered into employment agreements with both Mr V Rosenberg and Mr Lyford dated 18 January 2018 respectively (both varied by letter on 1 January 2020), pursuant to which the Company has engaged Mr V Rosenberg as Executive Chairman and Mr Lyford as Executive Director.

The material terms and conditions of the Employment Agreements are summarised below:

(a) Term: The Employment Agreements commenced on the date of the Company's admission to the Official List (on 23 May 2018) and each Employment Agreement continues until terminated in accordance with its terms. The Employment Agreements were varied on 12 December 2019 with variations becoming effective 1 January 2020.

(b) Remuneration: From 1 January 2020, Mr V Rosenberg and Mr Lyford received, annual salaries *inclusive* of statutory superannuation of approximately \$232,000 and \$202,000 respectively.

(c) Incentive Programs: The Executives may participate in any incentive plan that the Company may introduce from time to time.

(d) Termination: The Company may immediately terminate the employment of Mr V Rosenberg and Mr Lyford by written notice for a number of standard events including, but not limited to, if at any time such Executive:

- (i) commits a serious or repeated or continual breach of the obligations under their Executive Agreement;
- (ii) is guilty of any serious misconduct or serious neglect or dishonesty in the discharge of their duties under their Executive Agreement; or
- (iii) act in a manner which, in the reasonable opinion of the Company, brings the name or reputation of the Company or any member of the Company group into serious disrepute or prejudices the interests of the business of the Company.

The Company or the Executives may terminate the Executive Agreements for any reason by giving 6 months' written notice. The Employment Agreements contains other standard terms and conditions expected to be included in contracts of this nature.

Relationship between Remuneration of KMP and Shareholder Wealth and Earnings

The Board anticipates that the Company will retain earnings (if any) and other cash resources for the development of its business activities. The Company does not currently have a policy with respect to the payment of dividends and returns of capital however this will be reviewed on and in relation to, the nature and amount of remuneration of KMP and dividends paid and returns of capital by the Company during the current and previous four financial years.

The Company did not consider appreciation of the Company's shares when setting remuneration.

DIRECTORS' REPORT

The Board did issue Performance Shares to Key Management Personnel and has implemented a Loan Funded Share Plan which will generally be of value if the Company's shares appreciate over time. However, it should be noted that all Director Shares granted under the Loan Funded Share Plan and all Performance Shares had been imposed in escrow (sale) restriction period for two years after listing. This is in line with the Company policy that Company securities be used for long term incentive for Directors.

Amount of Remuneration

Details of the remuneration of key management personnel of the consolidated entity are set out in the following tables. The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration		At risk - STI		At risk - LTI	
	2020	2019	2020	2019	2020	2019
Directors						
Mr V Rosenberg	100%	100%	-	-	-	-
Mr S Rosenberg	100%	100%	-	-	-	-
Mr Lyford	100%	100%	-	-	-	-
Mr Wu	100%	100%	-	-	-	-
Mr Carmichael	100%	100%	-	-	-	-
Key Management Personnel						
Mr Jagger (a)	100%	-	-	-	-	-

(a) Commenced 18 October 2019

CLEARVUE TECHNOLOGIES LIMITED AND ITS CONTROLLED ENTITIES
 ABN 45 071 397 487

DIRECTORS' REPORT

2020	Salary, Fees & Leave	Short-term Benefits		Other*	Post-employment Benefits		Long-term Benefits Incentive Plans	Equity-settled Share- Based Payments Shares / Units	Options / Performance Rights	Total
		Profit Share & Bonus	Non- monetary		Super	Other				
<i>Directors</i>										
Mr V Rosenberg	183,323	-	-	10,000	18,740	-	-	-	-	226,000
Mr S Rosenberg	27,500	-	-	-	2,613	-	-	-	-	30,113
Mr Lyford	159,366	-	-	10,000	16,137	-	-	-	-	195,999
Mr Wu	27,500	-	-	-	2,613	-	-	-	-	30,113
Mr Carmichael	27,500	-	-	-	2,613	-	-	-	-	30,113
	425,189	-	-	20,000	42,716	-	-	-	-	512,338

* Relates to motor vehicle allowances

DIRECTORS' REPORT

	2019										
	Salary, Fees & Leave	Short-term Benefits Profit Share & Bonus	Non- monetary	Other*	Post- employment Benefits Super	Other	Incentive Plans	Long-term Benefits Leave	Equity-settled Share- Based Payments Shares / Units	Options / Performance Rights	Total
<i>Directors</i>											
Mr V Rosenberg	182,649	-	-	9,999	17,352	-	-	-	-	-	210,000
Mr S Rosenberg	25,000	-	-	-	2,375	-	-	-	-	-	27,375
Mr Lyford	155,250	-	-	9,999	14,749	-	-	-	-	-	179,998
Mr Wu	25,000	-	-	-	2,375	-	-	-	-	-	27,375
Mr Carmichael	25,000	-	-	-	2,375	-	-	-	-	-	27,375
<i>Key Management Personnel</i>											
Mr Harmer (a)	125,481	-	-	-	9,500	-	-	-	98,000	-	232,981
	538,380	-	-	19,998	48,726	-	-	-	98,000	-	705,104

(a) Resigned 14 February 2019

* Relates to motor vehicle allowances

DIRECTORS' REPORT

Performance Shares

No performance shares were issued as remuneration to directors and other key management personnel in this financial year. Refer to Related Party Transaction note for details of options issued to associates of Directors.

Options

No options were issued as remuneration to directors and other key management personnel in this financial year. Refer to Related Party Transaction note for details of options issued to associates of Directors.

Shareholding

The number of shares held during the financial year by each director and members of key management personnel of the Company, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remunera tion	Additions	Disposals / Other	Balance at the end of the year
<i>Ordinary shares</i>					
Mr V Rosenberg	22,410,099	-	-	-	22,410,099
Mr S Rosenberg	774,000	-	-	-	774,000
Mr Lyford	3,550,000	-	-	-	3,550,000
Mr Carmichael	100,000	-	-	-	100,000
Mr Wu	1,362,388	-	-	(150,000)	1,212,388 ¹
	<u>28,096,487</u>	<u>-</u>	<u>-</u>	<u>(150,000)</u>	<u>28,046,487</u>

¹ Balance at date of resignation, 22 June 2020

Other Transactions with Key Management Personnel and Their Related Parties

During the financial year, the following payments were made to director-related entities:

Corporate advisory and promoter services from ICW Capital ¹	\$ 24,000
Company secretarial services from Ventnor Capital Pty Ltd ²	\$ 80,590

¹ Director-related entity of Mr Wu

² Director-related entity of Mr Carmichael

The current trade payable balance as at 30 June 2020 included \$4,290 owing to Ventnor Capital Pty Ltd. All transactions were made on normal commercial terms and conditions and at market rates.

DIRECTORS' REPORT

REMUNERATION REPORT (AUDITED) (CONTINUED)

Convertible Security Holding

The number of convertible securities held during the financial year by each director and members of key management personnel of the Company, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired / Forfeited / Other	Balance at the end of the year
Performance					
Shares					
Mr V Rosenberg	10,000,000	-	-	-	10,000,000
Mr S Rosenberg	-	-	-	-	-
Mr Lyford	3,000,000	-	-	-	3,000,000
Mr Carmichael	-	-	-	-	-
Mr Wu	-	-	-	-	-
	<u>13,000,000</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>13,000,000</u>
Options					
Mr V Rosenberg	22,660,099	-	-	-	22,660,099
Mr S Rosenberg	750,000	-	-	-	750,000
Mr Lyford	3,550,000	-	-	-	3,550,000
Mr Carmichael	800,000	-	-	-	800,000
Mr Wu	-	-	-	-	-
	<u>27,760,099</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>27,760,099</u>

End of Remuneration Report

PRINCIPAL ACTIVITIES

The principal activities of the Company during the year were developing a sales and leads pipeline for the Company's products, licensing activities to appoint new manufacturers and distributors, as well as research and development activities applied to the Company's world leading solar glass technology. There were no significant changes in the nature of the activities of the Company during the financial year.

REVIEW OF OPERATIONS AND FINANCIAL RESULTS

The operating loss of the Group for the financial year after providing for income tax amounted to \$2,049,191 (2019: \$3,852,963), with net cash used in operating activities of \$2,369,731 (2019: \$2,528,407).

DIRECTORS' REPORT

During the financial year ended 30 June 2020, the Company has been focussed on the commercialisation of the Company's technology. The Company entered into a several different Memorandums to further the development and distribution of the ClearVue products in Australia, Europe, Liddle East and South Africa.

The Company also completed a number of major milestones including completion of UL and IEC product certification testing, demonstrated new significant sized products (2.3m high x 1.2m wide) and also demonstrated a new prototype design showing a 33% increase in power to 40w per sqm peak.

OPERATIONAL ACTIVITIES

Corporate

- 25 Aug 20 After conclusion of the Financial Year, ClearVue completed a Placement to professional and sophisticated investors to raise approximately \$3.04m before costs.
- 6 Sep 19 ClearVue confirmed receipt of c.\$602,000 as an R&D tax credit from the ATO.
- 5 Sep 19 ClearVue announced a Share Purchase Plan (SPP) to raise \$2m before costs and a proposed placement to raise a further \$2m (Top Up). The SPP was completed but the Top Up was not progressed.

Personnel

- 23 Jun 20 Mr Ivan Wu stepped down from the Board.
- 1 Jun 20 ClearVue appointed Dr Mikhail Vasiliev as its Lead Scientist. Dr Vasiliev joins ClearVue from Edith Cowan University having worked on development of the Company's core technologies over the last approximately 10 years.
- 1 Jun 20 ClearVue appointed Mr Chistopher Cole as the Company's in-house mechatronic engineer to work on progressing its work in development of the hardware and software for the Company's SmartVue™ smart façade technologies and products.
- 18 Oct 19 Ken Jagger was appointed as Chief Commercial Officer.

Suppliers, Manufacturers and Distributors

- 19 Dec 19 ClearVue signs OEM Manufacturing Agreement with YY Windows in Shanghai region of China
- 17 Dec 19 ClearVue appointed Full Treasure as exclusive distributor for Hong Kong and Macau.
- 18 Nov 19 ClearVue signs OEM Supply Agreement with BeyondPV of Taiwan for manufacture and supply to ClearVue and its OEM glazing suppliers of the solar PV strips used in the ClearVue end product. This followed an earlier MOU of 15 July 2019.

Sales Focussed Collaborations

- 23 Apr 20 ClearVue signed a Letter of Intent with Jinmao Green Building Technology Co. in China (a subsidiary of Fortune 500 Sinochem) to complete a demonstration villa in Hebei Province China with a view to then entering into a distribution agreement or joint venture for supply of ClearVue's product in mainland China.
- 14 Apr 20 ClearVue signed a collaboration agreement with eLstar Dynamics BV of the Netherlands to pursue development of a combined self-powered electrophoretically switchable dynamic glazing solution, conduct a trial and develop joint global sales opportunities for the combined product.

DIRECTORS' REPORT

- 14 Oct 19 ClearVue entered into Collaboration Agreement with ROOTS Agriculture (ASX: ROO) to explore joint sales opportunities and complete a demonstration greenhouse in Israel. The demonstration has been postponed due to COVID presently.
- 2 Sep 19 ClearVue signed Collaboration Agreement with CSME in Singapore.
- 20 Aug 19 ClearVue entered into Collaboration Agreement with Swedish micro-homes developer Attefallshus.
- 14 Aug 19 ClearVue entered into a collaboration with US sustainability specialist Aquagen Infrastructure Systems to develop a wastewater treatment greenhouse in conjunction with ClearVue in Massachusetts and to collaborate on joint sales opportunities in the US.

Product Development

- 7 May 20 ClearVue announced the development of a new prototype design of its product that increases the power output by 33% to 40w per sqm at peak. Work was completed with D2 Solar in California. Whilst there is still work to be done to integrate the improvements into the core ClearVue product this represents a major milestone for the Company in its product roadmap. Further work is expected to improve upon the results obtained.
- 9 Dec 19 ClearVue confirmed completion of IEC certification testing of its products clearing the way for sales in Europe and other regions.
- 28 Nov 19 ClearVue confirmed completion of UL certification testing of its products clearing the way for sales in USA.
- 18 Sep 19 ClearVue announced that it had produced large demonstration IGU panels at 2.3m high x 1.2m wide (and the ability to create larger sized panels).

Additional Information

	2020	2019	Restated 2018	2017	2016
Revenue	-	23,029	-	57,135	-
EBITDA	(1,854,429)	(3,746,706)	(3,593,690)	(1,292,044)	(368,452)
EBIT	(2,021,190)	(3,842,692)	(3,656,016)	(1,330,287)	(368,711)
Loss after income tax	(2,049,191)	(3,852,963)	(3,685,830)	(1,334,455)	(372,501)
Share price (\$)	0.125	0.22	0.19	-	-
Dividend (cents per share)	-	-	-	-	-
Basic earnings per share (cents per share)	(1.84)	(3.97)	(7.87)	(2.85)	(0.38)

DIVIDENDS

No dividend has been declared or paid since the start of financial year. The Directors do not recommend the declaration of a dividend.

DIRECTORS' REPORT

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

No significant changes in state of affairs from prior year.

EVENTS SUBSEQUENT TO THE END OF THE REPORTING PERIOD

On 14 August 2020, the Company announced that it had received firm commitments to raise approximately \$3.04m via a Placement to professional and sophisticated investors.

Under the Placement 31,998,787 fully paid ordinary shares are to be issued at \$0.095 per Share. 26,973,260 fully paid ordinary shares were issued on 24 August 2020 and 315,000 fully paid ordinary shares were issued on 14 September 2020.

A further 4,710,527 fully paid ordinary shares under the Placement, are to be issued to Director related entities and will be subject to shareholder approval to be sought at a General Meeting ("Meeting") to be held in October 2020.

In addition, each investor that is issued fully paid ordinary shares under the Placement will, conditional upon the Company's receipt of shareholder approval at the Meeting, receive one (1) free attaching unlisted option for every two (2) New Shares issued to it, with each option having an exercise price of \$0.20 and expiring on or before 31 December 2022 ("Attaching Options").

The Director Related Shares and the Attaching Options will be issued shortly after the Meeting, subject to shareholder approval being obtained.

On 25 August 2020, there were changes made to the ClearVue board of Directors as follows:

- Mr Sean Rosenberg retired from his position as Non-Executive Director;
- Mr Jamie Lyford retired from his position as Director of the Company but will continue in an expanded Executive capacity as Chief Operating Officer and General Counsel for the Company; and
- Mr Roger Steinepreis joined the Board in a Non-Executive capacity.

No other matters or circumstances has arisen since 30 June 2020 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

FUTURE DEVELOPMENTS

A discussion of likely developments in the Company's and the expected results of those operations is set out in the Executive Chairman's Letter.

DIRECTORS' REPORT

DIRECTORS' MEETINGS

The meetings of the Company's Board of Directors held during the year ended 30 June 2020. The number of meetings attended by each director were:

	Board Meeting		Audit & Compliance Committee Meetings	
	Eligible to Attend	Attended	Eligible to Attend	Attended
Mr V Rosenberg	5	5	-	-
Mr Lyford	5	5	-	-
Mr S Rosenberg	5	5	-	-
Mr Wu	5	5	-	-
Mr Carmichael	5	5	-	-

During the financial year, the Directors met regularly on Company matters on an informal basis. Twenty-two (22) circular resolutions were passed as necessary to execute formal Board decisions.

OPTIONS

Each option entitles the holder to subscribe for one fully paid ordinary share in the capital of the Company upon exercise of the option. The options have an exercise price of \$0.25 per option and an expiry date on the 21 June 2021. Shares issued on exercise of the options will rank equally with the shares on issue of the Company.

Issued ordinary shares of ClearVue Technologies Limited under option at the date of this report are:

Date options granted	Expiry date	Exercise price of shares (AUD)	Number under option*
21 Jun 2017	21 Jun 2021	0.25	52,098,024
16 May 2018	21 Jun 2021	0.25	2,500,000
21 Dec 2018	21 Jun 2021	0.25	8,550,000

* *Unquoted options*

CLEARVUE TECHNOLOGIES LIMITED AND ITS CONTROLLED ENTITIES
ABN 45 071 397 487

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2020

	<u>Note</u>	<u>Consolidated</u> <u>30 Jun 2020</u> \$	<u>Consolidated</u> <u>30 Jun 2019</u> \$
<u>ASSETS</u>			
Current Assets			
Cash and cash equivalents	3	864,208	1,376,936
Trade and other receivables	4	571,242	623,426
Other assets	5	118,686	90,208
		1,554,136	2,090,570
Non-Current Assets			
Plant and equipment	6	111,030	128,022
Right of use asset	7	169,800	-
Intangible assets	8	2,456,581	1,877,072
Other assets	5	56,682	55,354
		2,794,093	2,060,448
Total Assets		4,348,229	4,151,018
<u>LIABILITIES</u>			
Current Liabilities			
Trade and other payables	9	831,473	625,855
Lease liabilities	10	42,493	-
Provisions	11	99,680	81,148
		973,646	707,003
Non-Current Liabilities			
Lease liabilities	10	130,892	-
Provisions	11	15,540	6,552
		146,432	6,552
Total Liabilities		1,120,078	713,555
Net Assets		3,228,151	3,437,463
<u>EQUITY</u>			
Share capital	12	12,521,181	10,681,302
Share-based payments reserve	13	4,223,027	4,223,027
Accumulated losses		(13,516,057)	(11,466,866)
Total Equity		3,228,151	3,437,463

See accompanying notes to the consolidated financial statements

CLEARVUE TECHNOLOGIES LIMITED AND ITS CONTROLLED ENTITIES
ABN 45 071 397 487

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2020

	Share Capital \$	Share-Based Payments Reserve \$	Accumulated Losses \$	Total \$
Balance at 1 July 2018	9,993,302	2,842,535	(7,613,903)	5,221,934
Loss for the year	-	-	(3,852,963)	(3,852,963)
Other comprehensive income	-	-	-	-
Total comprehensive loss for the year	-	-	(3,852,963)	(3,852,963)
Options exercised	590,000	-	-	590,000
Shares issued	98,000	-	-	98,000
Share-based payments	-	1,380,492	-	1,380,492
Balance at 1 July 2019	10,681,302	4,223,027	(11,466,866)	3,437,463
Loss for the year	-	-	(2,049,191)	(2,049,191)
Other comprehensive income	-	-	-	-
Total comprehensive loss for the year	-	-	(2,049,191)	(2,049,191)
Shares issued	2,000,000	-	-	2,000,000
Share issue costs	(160,121)	-	-	(160,121)
Balance at 30 June 2020	12,521,181	4,223,027	(13,516,057)	3,228,151

See accompanying notes to the consolidated financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2020

	<u>Note</u>	Consolidated 30 Jun 2020	Consolidated 30 Jun 2019
		\$	\$
Cash flows from operating activities			
Loss before income tax		(2,049,191)	(3,852,963)
Adjustment for:			
Depreciation of plant and equipment		89,253	34,592
Amortisation of intangible assets		77,508	61,394
Research and development net rebate		(661,288)	(453,923)
Interest received		(2,421)	-
Share-based payments		-	1,478,492
Operating loss before working capital		<u>(2,546,139)</u>	<u>(2,732,408)</u>
Changes in working capital:			
Decrease/(Increase) in trade receivables		513,187	(2,276)
Decrease in other assets		1,329	9,583
(Decrease)/Increase in trade and other payables		(365,628)	108,994
Increase in provisions		27,520	87,700
Net cash (used in) operating activities		<u>(2,369,731)</u>	<u>(2,528,407)</u>
Cash flows from investing activities			
Patents and trademarks expenditure		(174,539)	(280,207)
Development expenditure		(29,334)	(113,621)
Purchase of plant and equipment		(25,903)	(54,238)
Payments for deposits		(1,328)	(55,354)
Net cash (used in) investing activities		<u>(231,105)</u>	<u>(503,420)</u>
Cash flows from financing activities			
Options exercised		-	590,000
Proceeds from borrowings		291,001	-
Lease payments		(42,772)	-
Proceeds from issuance of ordinary shares		2,000,000	-
Share issuance cost		(160,121)	-
Net cash from financing activities		<u>2,088,108</u>	<u>590,000</u>
Net (decrease) in cash and cash equivalents		(512,728)	(2,441,827)
Cash and cash equivalents at beginning of year		1,376,936	3,818,763
Cash and cash equivalents at end of year	3	<u>864,208</u>	<u>1,376,936</u>

See accompanying notes to the consolidated financial statements

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

These notes form an integral part of and should be read in conjunction with the accompanying financial report:

1. CORPORATE INFORMATION AND CONSOLIDATED STATEMENT OF COMPLIANCE

The consolidated financial report covers ClearVue Technologies Limited (“the Company”) and its controlled entities (“the Group”). The Company is a Company limited by shares, incorporated and domiciled in Australia; whose shares are publicly traded on the Australian Stock Exchange. The address of its registered office and its principal place of business is 16 Ord Street, West Perth, WA 6005, Australia.

The consolidated annual report for the year ended 30 June 2020 was authorised for issue, in accordance with a resolution of Directors, on 30 September 2020. The Directors have the power to amend and reissue the financial statements.

The consolidated annual report is a general-purpose financial report that have been prepared in accordance with the requirements of the *Corporations Act 2001*, Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board. Compliance with Australian Accounting Standards results in full compliance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Nature of Operations

The principal activities of the Group during the course of the year were research and development activities applied to the Company’s world leading solar glass technology.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of the material accounting policies adopted by the economic entity in the preparation of the consolidated annual report. The accounting policies have been consistently applied, unless otherwise stated.

2.1 BASIS OF PREPARATION

Except for cash flow information, the consolidated annual report is prepared on an accruals basis and is based on historical costs. The consolidated annual report has been prepared under the assumption that the Group operates on a going concern basis. The financial statements have been presented in Australian dollars (AUD), which is the Group’s functional and presentation currency.

2.2 GOING CONCERN

The Group incurred an operating loss after income tax for the year ended 30 June 2020 of \$2,049,191 and reported net cash outflows from operating activities of \$2,369,731 and investing activities of \$231,105. As at 30 June 2020, the Group had available cash and cash equivalents of \$864,208. The Company has the ability to defer or reduce its operating expenditure. However, based on its current projected work program, it is anticipated that it is necessary for the Company to raise additional equity during the next 12 months.

On 14 August 2020, the Company announced that it had received firm commitments to raise approximately \$3.04m via a Placement to professional and sophisticated investors.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 GOING CONCERN (CONTINUED)

Under the Placement 31,998,787 fully paid ordinary shares are to be issued at \$0.095 per Share. 26,973,260 fully paid ordinary shares were issued on 24 August 2020, raising \$2.56 million (before costs). 315,000 fully paid ordinary shares were issued on 14 September 2020, raising \$0.03 million (before costs)

A further, 4,710,527 fully paid ordinary shares (to raise approximately \$0.45 million under the Placement) are to be issued to Director related entities and will be subject to shareholder approval to be sought at a General Meeting (Meeting) expected to be held in November 2020.

As at date of report, the Directors have reviewed the Company's financial position and are of the opinion that the going concern basis of accounting is appropriate having regard to the matters outlined above. If the Company is unable to continue as a going concern, it may be required to realise its assets and or settle its liabilities other than in the ordinary course of business and at amounts different from those stated in the financial report.

2.3 CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash on hand, deposits held on call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

2.4 PLANT AND EQUIPMENT

Plant and equipment is initially recorded at the cost of acquisition or fair value less, if applicable, any accumulated depreciation and impairment losses. Plant and equipment that has been contributed at no cost, or for nominal cost, is valued and recognised at the fair value of the asset at the date it is acquired. The plant and equipment is reviewed annually by Directors to ensure that the carrying amount is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the utilisation of the assets and the subsequent disposal. The expected net cash flows have been discounted to their present values in estimating recoverable amounts.

Depreciation is computed on a straight line basis over the estimated useful lives of the assets as follows:

Furniture	10% - 15%
Office equipment	28% - 33.3%
Machinery	13% - 15%

The carrying values of plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. The residual value, useful life and depreciation method are reviewed at the end of each financial year to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of plant and equipment.

An item of plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in profit or loss in the year the asset is derecognised.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.6 TRADE AND OTHER PAYABLES

These amounts represent liabilities for goods and services provided to the entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

2.7 PROVISIONS

Provisions are recognised when the entity has a legal or constructive obligation resulting from past events, for which it is probable that there will be an outflow of economic benefits and that outflow can be reliably measured. Provisions are measured using the best estimate available of the amounts required to settle the obligation at the end of the reporting period.

2.8 FINANCIAL INSTRUMENTS

Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss, which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and subsequent measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

- Amortised cost
- Fair value through profit or loss (FVPL)
- Equity instruments at fair value through other comprehensive income (FVOCI)
- Debt instruments at fair value through other comprehensive income (FVOCI)

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.8 FINANCIAL INSTRUMENTS (CONTINUED)

Classifications are determined by both:

- The entities business model for managing the financial asset
- The contractual cash flow characteristics of the financial assets

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables, which is presented within other expenses.

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVPL):

- They are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows
- The contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments as well as government bonds that were previously classified as held-to-maturity under AASB 139.

There are no FVPL and FVOCI instruments for the group.

Impairment of Financial assets

AASB 9's impairment requirements use more forward-looking information to recognize expected credit losses – the 'expected credit losses (ECL) model'. Instruments within the scope of the new requirements included loans and other debt-type financial assets measured at amortised cost and FVOCI, trade receivables, contract assets recognised and measured under AASB 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

The Group considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- Financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1') and
- Financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2').

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date. '12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category. Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.8 FINANCIAL INSTRUMENTS (CONTINUED)

Trade and other receivables and contract assets

The Group makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance at the amount equal to the expected lifetime credit losses. In using this practical expedient, the Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

Classification and measurement of financial liabilities

As the accounting for financial liabilities remains largely unchanged from AASB 139, the Group's financial liabilities were not impacted by the adoption of AASB 9. However, for completeness, the accounting policy is disclosed below. The Group's financial liabilities include trade and other payables.

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Group designated a financial liability at fair value through profit or loss. Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments).

All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs or finance income.

2.9 IMPAIRMENT OF NON-FINANCIAL ASSETS

At each reporting date, the directors review the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the assets fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the assets carrying value over its recoverable amount is recognised in profit or loss.

Impairment testing is performed annually for intangible assets with indefinite lives. This includes any capitalised internally developed software that is not yet complete is not amortised, but is subject to impairment testing. Where it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs.

2.10 CURRENT AND NON-CURRENT CLASSIFICATION

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.10 CURRENT AND NON-CURRENT CLASSIFICATION (CONTINUED)

A liability is classified as current when: it is either expected to be settled in the entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

2.11 ISSUED CAPITAL

Ordinary shares are classified as equity. Issued and paid up capital is recognised at the fair value of the consideration received by the Company. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

Basic loss per share

Basic loss per share is determined by dividing the operating profit/(loss) after income tax attributable to members of ClearVue Technologies Limited by the weighted average number of ordinary shares outstanding during the financial year

Diluted loss per share

Diluted loss per share adjusts the amounts used in the determination of basic loss per share by taking into account unpaid amounts on ordinary shares and any reduction in loss per share that will probably arise from the exercise of options outstanding during the financial year.

2.12 REVENUE AND OTHER INCOME RECOGNITION

Grant income

Grant income is recognised in the income statement, when it is probable that the entity will receive the economic benefits of the grant and the amount can be reliably measured. If the grant has conditions attached which must be satisfied before the entity is eligible to receive the grant, the recognition of the income will be deferred until those conditions are satisfied.

Where the entity incurs an obligation to deliver economic value back to the grant contributor, the transaction is considered a reciprocal transaction and the income is recognised as a liability in the Consolidated Statement of financial position until the required service has been completed, otherwise the income is recognised on receipt.

The Group receives non-reciprocal contributions of assets from the government and other parties for a nominal of zero value. These assets are recognised at their fair value on the date of acquisition in the Consolidated Statement of financial position, with an equivalent amount of income recognised in the income statement.

Government grants are recognised when it is received or when the right to receive payment is established.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.12 REVENUE AND OTHER INCOME RECOGNITION (CONTINUED)

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

2.13 EMPLOYEE BENEFITS

Short-term employee benefits

Short-term employee benefits are benefits, other than termination benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. Examples of such benefits include wages and salaries, non-monetary benefits and accumulating sick leave. Short-term employee benefits are measured at the undiscounted amounts expected to be paid when the liabilities are settled.

Other long-term employee benefits

The Group's liabilities for annual leave and long service leave are included in other long term benefits as they are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are measured at the present value of the expected future payments to be made to employees. The expected future payments incorporate anticipated future wage and salary levels, experience of employee departures and periods of service, and are discounted at rates determined by reference to market yields at the end of the reporting period on high quality corporate bonds that have maturity dates that approximate the timing of the estimated future cash outflows. Any re-measurements arising from experience adjustments and changes in assumptions are recognised in profit or loss in the periods in which the changes occur.

The Group presents employee benefit obligations as current liabilities in the statement of financial position if the Group does not have an unconditional right to defer settlement for at least 12 months after the reporting period, irrespective of when the actual settlement is expected to take place.

Defined contribution superannuation expense

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

2.14 SHARE-BASED PAYMENTS

Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 30 JUNE 2020

4. TRADE AND OTHER RECEIVABLE

	Consolidated 30 Jun 2020	Consolidated 30 Jun 2019
	\$	\$
Trade receivable	-	21,073
R&D rebate receivable	489,542	602,353
Grants receivable	81,700	-
	<u>571,242</u>	<u>623,426</u>

5. OTHER ASSETS

	Consolidated 30 Jun 2020	Consolidated 30 Jun 2019
	\$	\$
<i>Current</i>		
Goods and service tax (GST)	(7,137)	61,192
Prepayments	125,823	29,016
	<u>118,686</u>	<u>90,208</u>
<i>Non-Current</i>		
Deposits	<u>56,682</u>	<u>55,354</u>

6. PLANT AND EQUIPMENT

	Consolidated 30 Jun 2020	Consolidated 30 Jun 2019
	\$	\$
<u>Office Equipment</u>		
Cost	208,109	182,205
Less accumulated depreciation	(97,079)	(54,183)
Carrying amount	<u>111,030</u>	<u>128,022</u>
Cost		
Balance at 1 July	182,205	127,967
Additions	25,904	54,238
Balance at 30 June	<u>208,109</u>	<u>182,205</u>
Accumulated depreciation		
Balance at 1 July	54,183	19,591
Depreciation for the year	42,896	34,592
Balance at 30 June	<u>97,079</u>	<u>54,183</u>
Carrying amount at 30 June	<u>111,030</u>	<u>128,022</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 30 JUNE 2020

8. INTANGIBLE ASSETS (CONTINUED)

	Consolidated 30 Jun 2020	Consolidated 30 Jun 2019
	\$	\$
<u>Development asset</u>		
Cost		
Balance at 1 July	694,641	581,020
Additions	407,576	113,621
Balance at 30 June	<u>1,102,217</u>	<u>694,641</u>
Accumulated amortisation		
Balance at 1 July	-	-
Amortisation for the year	-	-
Balance at 30 June	<u>-</u>	<u>-</u>
Carrying amount at 30 June	<u>1,102,217</u>	<u>694,641</u>
Net carrying amount at 30 June	<u>2,456,581</u>	<u>1,877,072</u>

Intangible assets are stated at cost. The useful life of these patents and trademarks is estimated to be finite. No impairment losses were recognised during the financial year (2019: nil).

At 30 June 2020, the Group was committed to capital commitments of \$351,282 (30 June 2019: \$214,283).

9. TRADE AND OTHER PAYABLES

	Consolidated 30 Jun 2020	Consolidated 30 Jun 2019
	\$	\$
Trade payables	378,801	578,333
Other payables*	429,466	47,522
Accruals	23,206	-
	<u>831,473</u>	<u>625,855</u>

* Other payables include amount from Radium Capital of \$291,001 that is secured against the 2020 Research and Development rebate. Interest accrues monthly at 15% per annum, and is repayable on the 31 October 2020.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 30 JUNE 2020

10. LEASE LIABILITIES

	<u>Consolidated</u> <u>30 Jun 2020</u>	<u>Consolidated</u> <u>30 Jun 2019</u>
	\$	\$
Current	42,493	-
Non-Current	130,892	-

The Group has leases for the office and photocopier. The lease liabilities are secured by the related underlying assets.

Future minimum lease payments at 30 June 2020 were as follows:

	<u>Minimum Lease Payments</u>			Total
	Within 1 Year	1-5 Years	After 5 Years	
	\$	\$	\$	\$
Lease payments	50,205	141,370	-	191,575
Finance charges	(7,712)	(10,478)	-	(18,190)
Net present value	<u>42,493</u>	<u>130,892</u>	<u>-</u>	<u>173,385</u>

Lease payments not recognised as a liability

Certain variable lease payments are not permitted to be recognised as lease liabilities and are expensed as incurred. The expense relating to payments not recognised as lease liability is as follows:

	<u>Consolidated</u> <u>30 Jun 2020</u>	<u>Consolidated</u> <u>30 Jun 2019</u>
	\$	\$
Depreciation expense (Note 7)	46,357	-
Interest expense	9,736	-
Variable lease payments	20,120	-

Variable lease payments are expensed on the basis that they are not recognised as a lease liability include excess use charges on office equipment. Variable payment terms are used for a variety of reasons, including minimizing costs for equipment with infrequent use. Variable lease payments are expensed in the period they are incurred.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 30 JUNE 2020

11. PROVISIONS

	<u>Consolidated</u> <u>30 Jun 2020</u> \$	<u>Consolidated</u> <u>30 Jun 2019</u> \$
Current		
Annual leave provision	52,390	43,778
Long service leave provision	47,290	37,370
	<u>99,680</u>	<u>81,148</u>
Non-Current		
Long service leave provision	15,540	6,552
	<u>15,540</u>	<u>6,552</u>

12. SHARE CAPITAL

	<u>30 Jun 2020</u> <u>NO. OF</u> <u>SHARES</u>	<u>30 Jun 2019</u> <u>NO. OF</u> <u>SHARES</u>	<u>30 Jun 2020</u> \$	<u>30 Jun 2019</u> \$
<u>Share issued and fully paid</u>				
Balance at 1 July	97,730,300	95,020,300	10,681,302	9,993,302
Options exercised ²	-	2,360,000	-	590,000
Issue of shares to KMP ³	-	350,000	-	98,000
Issue of shares SPP ¹	13,422,744	-	2,000,000	-
Share issue costs	-	-	(160,121)	-
Balance at 30 June	<u>111,153,044</u>	<u>97,730,300</u>	<u>12,521,181</u>	<u>10,681,302</u>

¹ Shares issued under Share Purchase Plan - on 18 October 2019 at 14.9 cents.

² On the 21 September 2018, 1,860,000 unlisted options were exercised at an exercise price of \$0.25 per option. Subsequently, on the 5 October 2018, 500,000 unlisted options were exercised at an exercise price of \$0.25 per option.

³ On the 1 February 2019, 350,000 fully paid ordinary shares were issued at nil consideration to Mr Harmer pursuant to the Company's Employee Share Plan. The shares were valued at a fair value of \$0.28 per share.

The share capital of the Company consists only of fully paid ordinary shares; the shares do not have a par value. All shares are equally eligible to receive dividends and the repayment of capital and represent one vote at the shareholders' meeting of the Company. The 39,026,956 fully paid ordinary shares that were held in escrow were released from escrow on 25 May 2020.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 30 JUNE 2020

13. SHARE-BASED PAYMENTS RESERVE

	Consolidated 30 Jun 2020	Consolidated 30 Jun 2019
	\$	\$
Share plan for Directors *	536,900	536,900
Options issued to Lead Manager Offer	225,635	225,635
Options issued to Consultants	1,380,492	1,380,492
Performance shares to Directors	2,080,000	2,080,000
	<u>4,223,027</u>	<u>4,223,027</u>

* The share plan arises on the grant of loan for a term of 10 years to Directors and related parties for the purchase of the Company's ordinary shares under the ClearVue Loan Funded Share Plan in 2017. Amounts are transferred out of the reserve and into share capital when the loans are settled.

<i>Movement in Options</i>	NO. OF OPTIONS	\$
Balance at 1 July 2018	56,958,024	762,535
Options exercised (Note 12)	(2,360,000)	-
Options issued to consultants (Note 18)	8,550,000	1,380,492
Balance at 1 July 2019	<u>63,148,024</u>	<u>2,143,027</u>
No movement for the year	-	-
Balance at 30 June 2020	<u>63,148,024</u>	<u>2,143,027</u>

14. OTHER INCOME

	Consolidated 30 Jun 2020	Consolidated 30 Jun 2019
	\$	\$
Government grant	538,765	423,735
Other grants	18,347	55,042
Rebates and refunds	554,542	1,095,548
Insurance recovery	17,733	-
Interest received	2,422	9,761
	<u>1,131,809</u>	<u>1,584,087</u>

Government grants received from the Department of Industry, Innovation and Science in relation to the Commercial Research Centre.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

18. SHARE-BASED PAYMENTS EXPENSE (CONTINUED)

The conversion of shares are dependent on the following:

Class A Performance Shares

- (A) In the event that the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$2,000,000 within a period of 24 months commencing on the date the Company is admitted to the Official List (Listing Date) (Class A Milestone 1), each Class A Performance Share will convert into one Share; or
- (B) In the event that Class A Milestone 1 is not satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$7,000,000 within a period of 36 months from the Listing Date (Class A Milestone 2), each Class A Performance Share will convert into one Share; or
- (C) In the event that neither Class A Milestone 1 or Class A Milestone 2 is satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$17,000,000 within a period of 48 months from the Listing Date, each Class A Performance Share will convert into one Share.

Class B Performance Shares

- (A) In the event that the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$5,000,000 within a period of 24-36 months from the Listing Date (Class B Milestone 1), each Class B Performance Share will convert into one Share; or
- (B) In the event that Class B Milestone 1 is not satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$7,000,000 within a period of 36 months from the Listing Date (Class B Milestone 2), each Class B Performance Share will convert into one Share; or
- (C) In the event that neither Class B Milestone 1 or Class B Milestone 2 is satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$17,000,000 within a period of 48 months from the Listing Date, each Class B Performance Share will convert into one Share.

Class C Performance Shares

- (A) In the event that the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$10,000,000 within a period of 36-48 months from the Listing Date (Class C Milestone 1), each Class C Performance Share will convert into one Share; or
- (B) In the event that Class C Milestone 1 is not satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$17,000,000 within a period of 48 months from the Listing Date, each Class C Performance Share will convert into one Share.

Class D Performance Shares

- (A) In the event the Company executes two Agreements within a period of 12 months from the Listing Date (Class D Milestone 1), each Class D Performance Share will convert into one Share; or
- (B) In the event that the Class D Milestone 1 is not satisfied but the Company executes four Agreements within a period of 24 months from the Listing Date, each Class D Performance Share will convert into one Share (Class D Milestone 2); or
- (C) In the event that neither Class D Milestone 1 or Class D Milestone 2 is satisfied but the Company executes six Agreements within a period of 36 months from the Listing Date, each Class D Performance Share will convert into one Share.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 30 JUNE 2020

18. SHARE-BASED PAYMENTS EXPENSE (CONTINUED)

Class E Performance Shares

- (A) In the event the Company executes two Agreements within a period of 12-24 months from the Listing Date (Class E Milestone 1), each Class E Performance Share will convert into one Share; or
- (B) In the event that Class E Milestone 1 is not satisfied but the Company executes four Agreements within a period of 24 months from the Listing Date, each Class E Performance Share will convert into one Share (Class E Milestone 2); or
- (C) In the event that neither Class E Milestone 1 or Class E Milestone 2 are satisfied but the Company executes six Agreements within a period of 36 months from the Listing Date, each Class E Performance Share will convert into one Share.

Class F Performance Shares

- (A) In the event the Company executes two Agreements within a period of 24-36 months from the Listing Date (Class F Milestone 1), each Class F Performance Share will convert into one Share; or
- (B) In the event that Class F Milestone 1 is not satisfied but the Company executes six Agreements within a period of 36 months from the Listing Date, each Class F Performance Share will convert into one Share.

At 30 June 2020, the conversion milestones for the Performance Shares have not been met and therefore no Performance Shares have been converted into fully paid ordinary shares.

Grant Date	Performance Shares	Issue Price	\$
16 January 2018	13,000,000	\$0.16	2,080,000

Options

On the 21 December 2018, 8,550,000 unlisted options exercisable at \$0.25 per option, with a total fair value of \$1,380,492, were issued to consultants of the Company for services provided. All the options vested on grant date.

The Company has measured the fair value of the options granted during the current financial year by adapting a Black-Scholes option pricing model using the following inputs:

Grant Date	Expiry Date	Exercise Price	Share Price	Volatility	Risk Free Rate
21 Dec 2018	21 Jun 2021	\$0.25	\$0.28	96.65%	1.97%

2020

Grant Date	Expiry Date	Exercise Price	Balance at the start of the year	Granted	Expired / Forfeited / Other	Balance at the end of the year
21/06/2017	21/06/2021	\$0.25	52,098,024	-	-	52,098,024
16/05/2018	21/06/2021	\$0.25	2,500,000	-	-	2,500,000
21/12/2018	21/06/2021	\$0.25	8,550,000	-	-	8,550,000
			63,148,024	-	-	63,148,024

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 30 JUNE 2020

18. SHARE-BASED PAYMENTS EXPENSE (CONTINUED)

2019

Grant Date	Expiry Date	Exercise Price	Balance at the start of the year	Granted	Exercised	Expired / Forfeited / Other	Balance at the end of the year
21/06/2017	21/06/2021	\$0.25	54,458,024	-	(2,360,000)	-	52,098,024
16/05/2018	21/06/2021	\$0.25	2,500,000	-	-	-	2,500,000
21/12/2018	21/06/2021	\$0.25	-	8,550,000	-	-	8,550,000
			56,958,024	8,550,000	(2,360,000)	-	63,148,024

19. RELATED PARTY TRANSACTIONS

Key management personnel

The aggregate compensation made to directors and key management personnel of the Group is set out below.

	<u>Consolidated 30 Jun 2020</u>	<u>Consolidated 30 Jun 2019</u>
	\$	\$
Short-term employee benefits	445,189	558,378
Post-employment benefits	42,716	48,726
Long-term employee benefits	24,433	-
Share-based payments	-	98,000
	<u>512,338</u>	<u>705,104</u>

Transactions with related parties

During the financial year, the following payments were made to director-related entities:

	<u>Consolidated 30 Jun 2020</u>	<u>Consolidated 30 Jun 2019</u>
	\$	\$
Consulting services from Elevation Partners Pty Ltd ¹	-	950
Corporate advisory services from ICW Capital ²	24,000	44,000
Company secretarial services from Ventnor Capital Pty Ltd ³	80,590	77,838

¹ Director-related entity of Mr Lyford

² Director-related entity of Mr Wu

³ Director-related entity of Mr Carmichael

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

19. RELATED PARTY TRANSACTIONS (CONTINUED)

Receivable from and payable to related parties

All transactions were made on normal commercial terms and conditions and at market rates.

	Consolidated 30 Jun 2020	Consolidated 30 Jun 2019
	\$	\$
Trade payable to Ventnor Capital Pty Ltd ¹	4,290	4,125
Share plan reserve to Mr V Rosenberg ²	150,000	150,000
Share plan reserve to Mr S Rosenberg ³	18,750	18,750
Share plan reserve to Mr Lyford ⁴	292,500	292,500

¹ Director-related entity of Mr Carmichael

² For the purchase of 1,000,000 shares at an issue price of \$0.15

³ For the purchase of 125,000 shares at an issue price of \$0.15

⁴ For the purchase of 1,950,000 shares at an issue price of \$0.15

20. CONTINGENT ASSETS & LIABILITIES

There were no contingent assets or liabilities as at 30 June 2020 (2019: nil).

21. EVENTS SUBSEQUENT TO THE END OF THE REPORTING PERIOD

On 14 August 2020, the Company announced that it had received firm commitments to raise approximately \$3.04m via a Placement to professional and sophisticated investors.

Under the Placement 31,998,787 fully paid ordinary shares are to be issued at \$0.095 per Share. 26,973,260 fully paid ordinary shares were issued on 24 August 2020 and 315,000 fully paid ordinary shares were issued on 14 September 2020.

On 25 August 2020, there were changes made to the ClearVue board of Directors as follows:

- Mr Sean Rosenberg retired from his position as Non-Executive Director;
- Mr Jamie Lyford retired from his position as Director of the Company but will continue in an expanded Executive capacity as Chief Operating Officer and General Counsel for the Company; and
- Mr Roger Steinepreis joined the Board in a Non-Executive capacity.

No other matters or circumstances has arisen since 30 June 2020 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

22. DIVIDENDS

No dividend has been declared or paid out in the financial year ended 30 June 2020 (2019: nil). The Directors do not recommend the declaration of a dividend.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020

23. OPERATING SEGMENTS

Management has determined the operating segments based on reports reviewed by the Board of Directors for making strategic decisions. The current Board of Directors monitors the business based on operational and geographic factors and have determined that there is only one relevant business segment being ClearVue Technologies Limited and its controlled entities. The Group is domiciled in Australia and all revenue and expenditure is generated from Australia, and all assets are located in Australia.

24. INTEREST IN SUBSIDIARIES

The consolidated financial statements incorporate the assets, liabilities and results of the following wholly-owned subsidiaries in accordance with the accounting policy in Note 2.

Name	Country of Incorporation	Ownership Interest	
		2020	2019
ClearVue International Pty Ltd	Australia	100%	100%
ClearVue USA Inc	United States of America	100%	100%
ClearVue (Asia) Pte.Ltd	Singapore	100%	-

25. PARENT ENTITY INFORMATION

	<u>30 Jun 2020</u>	<u>30 Jun 2019</u>
	\$	\$
<i>Consolidated Statement of profit or loss and other comprehensive income</i>		
Loss after income tax	(2,049,191)	(3,852,963)
Total comprehensive income	<u>(2,049,191)</u>	<u>(3,852,963)</u>
<i>Consolidated Statement of financial position</i>		
Total current assets	1,554,135	2,090,570
Total assets	<u>4,348,229</u>	<u>4,151,018</u>
Total current liabilities	1,104,538	707,003
Total liabilities	<u>1,120,078</u>	<u>713,555</u>
Share capital	12,521,181	10,681,302
Reserves	4,223,027	4,223,027
Retained earnings	(13,516,057)	(11,466,866)
	<u>3,228,151</u>	<u>3,246,417</u>

Guarantees

The parent entity had no guarantees that were entered in relation to the debts of its subsidiaries.

Contingent Liabilities

The parent entity had no contingent liabilities as at 30 June 2020 and 30 June 2019.

Capital Commitments

The parent entity had no capital commitments as at 30 June 2020 and 30 June 2019.

Independent Auditor's Report

To the Members of ClearVue Technologies Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of ClearVue Technologies Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2020, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and the Directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- a giving a true and fair view of the Group's financial position as at 30 June 2020 and of its performance for the year ended on that date; and
- b complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter
How our audit addressed the key audit matter
Impairment of development assets - Note 2.5 and 8

The Group has recorded intangible assets totalling \$2,456,581 (2019: \$1,877,072) at 30 June 2020 for patent and research and development assets relating to the Group's advance glass technology. This intangible asset is defined as not available for use. No impairment expense has been recognised during the period.

AASB 136 *Impairment of Assets* requires intangible assets not yet available for use to be tested for impairment annually.

This area is a key audit matter due to the management judgement involved in assessing the assumptions and inputs required to prepare a fair value less costs of disposal model and to satisfy the impairment testing requirements of AASB 136.

Our procedures included, amongst others:

- obtaining evidence to support the key assumptions used by management in the model and challenging those assumptions;
- evaluating the model against the requirements of AASB 136, including engaging an internal valuation expert to assess management's impairment methodology;
- performing sensitivity analysis to stress test the key assumptions used in the fair value less cost of disposal model, including mark-up rate and obsolesces rate; and
- assessing the appropriateness of the Group's disclosures in the financial report.

Accounting for Research and Development tax incentives Note 4

The Group received Research and Development (R&D) tax incentive payments under the research and development tax incentive scheme from the Australian Government. The recognition of R&D incentives reduces the costs for R&D activities of the Group. The company recorded \$489,452 in R&D incentives relating to the R&D activities for the financial year ended 30 June 2020.

This was a key audit matter because of the level of judgement required in determining the value of eligible costs to be included as R&D costs in accordance with the relevant tax legalisation for R&D incentives.

Our procedures included, amongst others:

- making enquiries with management and management's expert to obtain and document our understanding of their process to calculate the R&D tax incentive;
- comparing the nature of the R&D expenditure included in the current year estimate to the prior year claim;
- evaluating management's processes and controls to determine if it appropriately addresses the risks;
- testing a sample of expenses to underlying supporting data to ensure their inclusion as eligible expenditure was appropriate;
- engaging auditor's R&D taxation experts to obtain an understanding of the Group's compliance with the relevant R&D tax incentives;
- reviewing historical reliability of estimates and budgets and changes in legislation to support the reliability of the estimate; and
- assessing the adequacy of the Group's disclosures in the financial report.

Going concern – Note 2.2

The Group is not yet generating revenue and is still in the development stage.

Cash flow forecasts prepared by management indicate that there are sufficient cash reserves and the ability to adjust any discretionary spending to continue to support the going concern assumption.

We consider this a key audit matter due to the increased risk around estimation in the judgements made by management.

The Group's financial report is prepared on a going concern basis. The Group's assessment in respect of going concern is set out Note 2 to the financial report.

Our procedures included, amongst others:

- challenging the Group's cash flow forecast and enquired with management to gain an understanding of the inputs and process underpinning the cash flow forecast prepared for the purpose of the going concern assessment;
- reviewing management's ability to accurately forecast against historical results, agreements and committed expenditure approved budget by the Directors;
- conducting sensitivity analysis of the Group cash flow forecast;
- analysing continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business; and
- assessing the appropriateness of the related disclosures within the financial report.

Information other than the financial report and auditor's report thereon

The Directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2020, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the financial report

The Directors of the Company are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the Directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/auditors_responsibilities/ar1_2020.pdf. This description forms part of our auditor's report.

Report on the remuneration report

Opinion on the remuneration report

We have audited the Remuneration Report included in pages 6 to 16 of the Directors' report for the year ended 30 June 2020.

In our opinion, the Remuneration Report of ClearVue Technologies Limited, for the year ended 30 June 2020 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



L A Stella
Partner – Audit & Assurance

Perth, 30 September 2020

ASX ADDITIONAL INFORMATION

Additional information required by the ASX Limited Listing Rules not disclosed elsewhere in this Annual Report is set out below.

SHAREHOLDINGS

The issued capital of the Company at 22 September 2020 is 138,441,304 ordinary fully paid shares.

Shares Range	No. of Holders	No. of Shares
1 - 1,000	91	40,180
1,001 - 5,000	617	1,846,940
5,001 - 10,000	392	3,185,451
10,001 - 100,000	864	33,428,454
Over 100,000	207	99,940,279
	2,171	138,441,304

289 shareholders holding less than a marketable parcel

Shareholders by Location	No. of Holders	No. of Shares
Australian holders	2,127	135,116,698
Overseas holders	44	3,324,606
	2,171	138,441,304

Top 20 Shareholders of Quoted Shares as at 22 September 2020

	No. of Shares Held	% Held
1 LUMINATE PTY LTD	19,263,593	13.91%
2 IAN ROSENBERG	7,443,137	5.38%
3 ELEVATION VENTURES PTY LTD <THE J3 TRUST ACCOUNT>	3,550,000	2.56%
4 VICTOR ROSENBERG	3,146,506	2.27%
5 I ROSENBERG FAMILY PTY LTD <I ROSENBERG FAMILY AC>	3,100,081	2.24%
6 MR ANTHONY DE NICOLA & MRS TANYA LOUISE DE NICOLA <DE NICOLA FAMILY S/F A/C>	2,575,000	1.86%
7 HAWERA PTY LTD <THE BAILEY FAMILY A/C>	2,500,000	1.81%
8 HOLDSWORTH BROS PTY LTD <HOLDSWORTH BROS S/F A/C>	1,500,000	1.08%
9 MRS LUCIA SPASOJEVIC	1,100,000	0.79%
10 MRS LEANNE SUSAN VIDOVICH	1,070,000	0.77%
11 MR DAVID ARTHUR PAGANIN <DA PAGANIN FAMILY NO 2 A/C>	1,040,000	0.75%
12 MS NATALIE MUSKI	1,037,500	0.75%
13 GRAZFAM PTY LTD <PJ GRAZIOTTI FAMILY A/C>	984,400	0.71%
14 MR STEPHEN JOHN VALENTINE	941,000	0.68%
15 MR DAVID IAN KERR & MRS CHERYL DOROTHEA KERR	917,114	0.66%
16 MR ADRIAN RICHARD MOSS	801,342	0.58%
17 MRS THERESA ANNE SMITS & MR BERT JOSEPH SMITS <SCIS SUPER FUND A/C>	800,000	0.58%
18 J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	769,665	0.56%
19 MR SEAN ROSENBERG	750,000	0.54%
20 MR IVAN PERRY WU	701,766	0.51%
TOTAL	53,991,104	39.00%

ASX ADDITIONAL INFORMATION

Substantial Shareholders as at 22 September 2020

	No. of Shares Held	% Held
LUMINATE PTY LTD	19,263,593	13.91%
IAN ROSENBERG	7,443,137	5.38%

Voting Rights

The holders of ordinary shares are entitled to one vote per share at meetings of the Group.

OPTION HOLDINGS

Class	Terms	No. of Options
A	Exercisable at \$0.25 each, expiring 21 June 2021	63,148,024

Options Range

Options Range	Unlisted Options	
	No. of Holders	No. of Options
1 – 1,000	-	-
1,001 – 5,000	1	1,850
5,001 – 10,000	-	-
10,001 – 100,000	44	2,850,124
100,001 and over	55	60,190,978
	101	63,148,024

The following Option holders hold more than 20% of the single class of the Company's Unlisted Options.

Holder	No. of options	%
Luminate Pty Ltd	19,513,593	30.90%

Voting Rights

Options have no voting rights.

PERFORMANCE SHARES

Class	Terms	No. of Perf Shares
A	Converting 1:1 into fully paid ordinary shares on satisfaction of milestone/s*	1,000,000
B	Converting 1:1 into fully paid ordinary shares on satisfaction of milestone/s*	3,000,000
C	Converting 1:1 into fully paid ordinary shares on satisfaction of milestone/s*	6,000,000
D	Converting 1:1 into fully paid ordinary shares on satisfaction of milestone/s*	1,000,000
E	Converting 1:1 into fully paid ordinary shares on satisfaction of milestone/s*	1,000,000
F	Converting 1:1 into fully paid ordinary shares on satisfaction of milestone/s*	1,000,000
		13,000,000

ASX ADDITIONAL INFORMATION

*The Performance Shares in the relevant class will convert into Shares upon satisfaction of the milestones as follows:

Class A Performance Shares:

- In the event that the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$2,000,000 within a period of 24 months commencing on the date the Company is admitted to the Official List (**Listing Date**) (**Class A Milestone 1**), each Class A Performance Share will convert into one fully paid ordinary share in the Company (**Share**); or
- In the event that Class A Milestone 1 is not satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$7,000,000 within a period of 36 months from the Listing Date (**Class A Milestone 2**), each Class A Performance Share will convert into one Share; or
- In the event that neither Class A Milestone 1 or Class A Milestone 2 is satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$17,000,000 within a period of 48 months from the Listing Date, each Class A Performance Share will convert into one Share.

Class B Performance Shares:

- In the event that the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$5,000,000 within a period of 24-36 months from the Listing Date (**Class B Milestone 1**), each Class B Performance Share will convert into one Share; or
- In the event that Class B Milestone 1 is not satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$7,000,000 within a period of 36 months from the Listing Date (**Class B Milestone 2**), each Class B Performance Share will convert into one Share; or
- In the event that neither Class B Milestone 1 or Class B Milestone 2 is satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$17,000,000 within a period of 48 months from the Listing Date, each Class B Performance Share will convert into one Share.

Class C Performance Shares:

- In the event that the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$10,000,000 within a period of 36-48 months from the Listing Date (**Class C Milestone 1**), each Class C Performance Share will convert into one Share; or
- In the event that Class C Milestone 1 is not satisfied but the aggregate of the value of the ClearVue Orders and the ClearVue Payments is equal to or greater than \$17,000,000 within a period of 48 months from the Listing Date, each Class C Performance Share will convert into one Share.

Class D Performance Shares:

- In the event the Company executes two Agreements within a period of 12 months from the Listing Date (**Class D Milestone 1**), each Class D Performance Share will convert into one Share; or
- In the event that the Class D Milestone 1 is not satisfied but the Company executes four Agreements within a period of 24 months from the Listing Date, each Class D Performance Share will convert into one Share (**Class D Milestone 2**); or
- In the event that the Class D Milestone 1 or the Class D Milestone 2 are not satisfied but the Company executes six Agreements within a period of 36 months from the Listing Date, each Class D Performance Share will convert into one Share.

ASX ADDITIONAL INFORMATION

Class E Performance Shares:

- In the event the Company executes two Agreements within a period of 12-24 months from the Listing Date (**Class E Milestone 1**), each Class E Performance Share will convert into one Share; or
- In the event that Class E Milestone 1 is not satisfied but the Company executes four Agreements within a period of 24 months from the Listing Date, each Class E Performance Share will convert into one Share (**Class E Milestone 2**); or
- In the event that the Class E Milestone 1 or the Class E Milestone 2 are not satisfied but the Company executes six Agreements within a period of 36 months from the Listing Date, each Class E Performance Share will convert into one Share.

Class F Performance Shares:

- In the event the Company executes two Agreements within a period of 24-36 months from the Listing Date (**Class F Milestone 1**), each Class F Performance Share will convert into one Share; or
In the event that Class F Milestone 1 is not satisfied but the Company executes six Agreements within a period of 36 months from the Listing Date, each Class F Performance Share will convert into one Share.

The following holders hold all of the Company's Performance Shares on issue.

Holder	Class A	Class B	Class C	Class D	Class E	Class F
MR VICTOR ROSENBERG	1,000,000	3,000,000	6,000,000	-	-	-
ELEVATION VENTURES PTY LTD <THE J3 TRUST ACCOUNT>	-	-	-	1,000,000	1,000,000	1,000,000
TOTAL	1,000,000	3,000,000	6,000,000	1,000,000	1,000,000	1,000,000

None of the Performance Shares conversion milestones were met during the year, or subsequently to date.

Voting Rights

Performance shares have no voting rights.

REQUIREMENT LISTING RULE 4.10.18

In accordance with the listing rule 4.10.18 the Company confirms that it is not currently subject to an on-market buyback.

CORPORATE GOVERNANCE

The Company's corporate governance statement is found on the Company's website at <http://www.clearvuepv.com/corporate/corporate-governance/>