2020 Annual Report

QANTM Intellectual Property Limited

IP Protection the cornerstone of modern economies

QANTM
INTELLECTUAL PROPERTY

THE QANTM GROUP

QANTM Intellectual Property Limited (ASX:QIP) is the owner of leading intellectual property (IP) businesses operating in Australia, New Zealand, Singapore and Malaysia under four key brands – Davies Collison Cave (DCC), FPA Patent Attorneys (FPA), Cotters Patent and Trade Mark Attorneys (Cotters), and Advanz Fidelis IP (Advanz), as well as an IP consultancy joint venture, ipervescence Pty Ltd.

These businesses offer clients in a range of sectors a suite of services associated with the creation, protection, commercialisation, enforcement and management of IP rights. The Group, through DCC and FPA, has offices in Sydney, Melbourne, Brisbane and various regional centres, as well as Singapore. Advanz has an office in Kuala Lumpur.

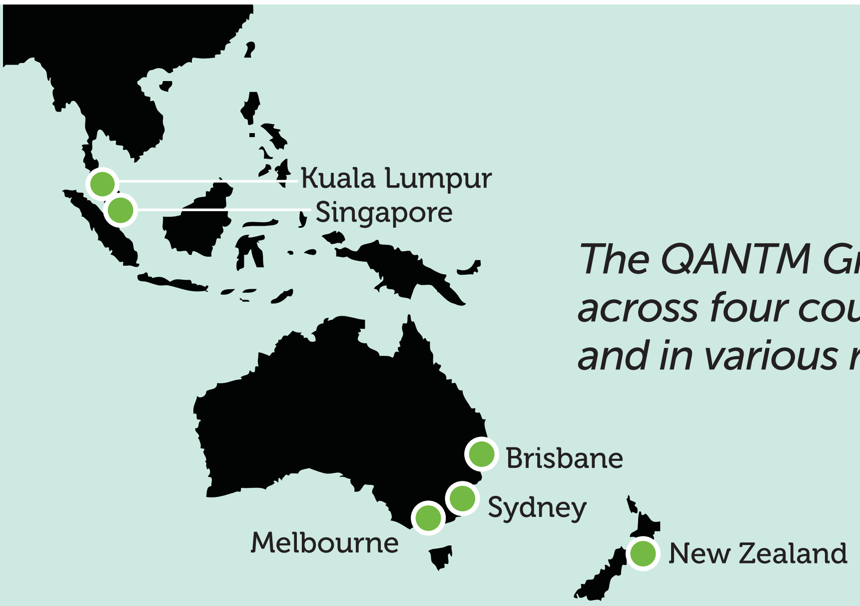
The Group generates revenue from foreign associates, which includes IP lawyers and patent and trade mark attorney firms in multiple jurisdictions globally.

QANTM is the majority shareholder in ipervescence Pty Ltd, which is an IP business advisory company providing IP consulting and flexible resourcing services.

ipervescence	COTTERS Patent & Trade Mark Attorneys	ADVANZ FIDELIS PATENTS TRADEMARKS COPYRIGHT INDUSTRIAL DESIGNS
ipervescence Pty Ltd - an intellectual property advisory business, offering IP consultancy and flexible resourcing services. Focused on the intersection between innovation, intellectual property and business strategy.	**Cotters Patent and Trade Mark Attorneys (Cotters)** - established in 2008 by patent attorneys with extensive experience in large patent attorney practices in Australia and Europe. Cotters has grown to become an established presence in the Australian and New Zealand patent profession.	**Advanz Fidelis IP Sdn Bhd (Advanz)** – established in 2000, Advanz provides IP prosecution and advisory practice services in Malaysia, with clients in other parts of Asia, as well as Europe and the United States.
2 Principals	4 Principals	4 Principals
IP Advisory	Patents, Trade Marks	Patents, Trade Marks, IP Advisory
Formed 2019	Founded 2008	Formed 2000
Melbourne	Sydney	Kuala Lumpur
	3 Professionals	13 Professionals

Annual General Meeting

QANTM's Annual General Meeting of Shareholders will be held on Friday 27 November 2020. The meeting will commence at 2:00pm Australian Eastern Daylight Time and will be held as a virtual meeting via electronic means.



The QANTM Group employs 347 people across four countries, with offices in six cities and in various regional centres.

FPA Patent Attorneys

FPA Patent Attorneys (FPA) – an Australian-based patent attorney practice with expertise in patent and design filing, prosecution and oppositions in Australia, New Zealand and South East Asia.

DAVIES COLLISON CAVE INTELLECTUAL PROPERTY

Davies Collison Cave (DCC) – one of Australia's largest and longest established patent and trade marks attorney businesses, also operating in New Zealand and Singapore. Davies Collison Cave Law also operates as a specialist IP legal advisory and litigation practice operating in Australia, as well as providing corporate and commercial legal advice on mergers and acquisitions, governance and compliance and other matters.

FPA	DCC
10 Principals	40 Principals
Patents	Patents, Trade Marks, Law
FPA Partnership established 1890	Formed 1877
Melbourne, Sydney, Singapore	Melbourne, Sydney, Brisbane, Singapore, New Zealand
18 Professionals	63 Professionals

The QANTM Group had a total of 347 employees as at 30 June 2020, comprised of a total of 157 fee-generating professional IP services personnel, as well as 190 executive, administrative and support personnel.

INTELLECTUAL PROPERTY BUSINESS OVERVIEW

Intellectual property (IP) rights protect the output of intellectual creativity in the commercial, industrial, scientific and artistic fields. IP is the cornerstone of modern economies, and of innovation and creativity.

Demand for IP services is underpinned by increasing R&D and the importance of the protection of both physical and intangible assets for companies and other organisations.

Intangible assets

Intangible assets – represented by intellectual capital, R&D and the provision of services – account for approximately 80 per cent of the value on US corporate balance sheets. IP-intensive businesses and sectors play a highly important role in national and regional economies for employment and the generation of economic growth. Many small and medium sized enterprises, as well as research institutes and academic institutions, rely upon the development and protection of IP assets, whether inventions, contracts, licences, logos or services for their commercial value.

Patents, registered designs and copyrights establish ownership rights to inventions and other works and provide a legal foundation for such rights. Trade marks enable the protection of the goodwill and reputation of products and/or services. Legal and litigation services assist with the maintenance, protection, enforcement and commercialisation of IP rights.

Key business characteristics

— Attractive industry dynamics with historical growth in patent filings typically at or above GDP levels.

— A business model that generates recurring revenue streams, often over periods of at least 20 years.

— Regular invoicing of clients with typically low work-in-progress/working capital.

— Generally low levels of capital expenditure.

— Associated high levels of cash flow conversion, enabling payments of dividends and/or reinvestment opportunities for growth.

— Attractive margin structure with EBITDA averaging 27.3% (underlying Service Charges) over 2017–2020.

— Favourable industry dynamics and growth prospects in developing economies; an increasing part of QANTM's asset base.

— High barriers to entry through geographical scale, established client relationships, ICT systems and professional capabilities.

CONTENTS

2020 YEAR IN REVIEW

Group Business Highlights

Resilient full year business and financial outcomes.

- Seamless transition to remote servicing of client requirements in COVID-19 environment.
- Higher total net revenues (up by 4.1%) higher operating cash flow (up 3.4%), continued balance sheet strength (leverage ratio below 1.0); full year dividend of 7.1 cents, fully franked (representing 89% of net profit after tax and amortisation).
- Strategy refinement and business transformation processes commenced.
- Increased investment in people and business transformation.
- 21 professional promotions, of which 67% were women; women comprised 80% of promotions into manager roles.
- Cotters acquisition completed May 2020.
- Asia region revenues up 34%; now representing 7% of Group revenue contribution.

P

Patent Service Charges revenue up

7.3%

TM

Trade Mark Service Charges revenue up

0.6%

$

Overall service charges revenue of $90.3 million

up **4.4%**

Patents		Trade Marks		Legal/Litigation
GROUP PATENT applications up **3.1%**, Highest level since QANTM listing 15% 3 year growth	**AUSTRALIAN PATENT** applications up **0.9%** Higher than overall Australian market 0.6% decline	**QANTM AUSTRALIAN TRADE MARK** filings down **5.5%** in context of Australian overall market[1] up 0.7%	**QANTM AUSTRALIAN TRADE MARK MARKET SHARE**[2] of **10.9%** **DCC** retains leadership position (2019: 9.9%) top 50 firms	**LITIGATION SERVICES** continue in modified / virtual COVID environment
QANTM AUSTRALIAN PATENT MARKET SHARE of **14.2%** (2019: 14.0%)	**ASIAN PATENT** applications up **25.9%** (Singapore up 30.1%)			

NOTES:

[1] Australian overall trade mark market includes self-filers

[2] Australian trade mark market share based on % of the top 50 firms including IRDA cases

Financial Highlights

TOTAL
REVENUE

$116.6 million

UP 3.9%
(FY19: $112.2 MILLION)

TOTAL NET REVENUE
(INC OTHER INCOME, LESS RECOVERABLE EXPENSES)

$94.0 million

UP 4.1%
(FY19: $90.3 MILLION)

OPERATING
EXPENSES

$71.0 million

UP 5.8%
(FY19: $67.1 MILLION)

EBITDA AFTER
FOREIGN EXCHANGE

$22.2 million

DOWN 7.5%
(FY19: $24.0 MILLION)

NET PROFIT
AFTER TAX

$14.0 million

DOWN 5.4%
(FY19: $14.8 MILLION)

OPERATING
CASH FLOW

$15.1 million

UP 3.4%
(FY19: $14.6 MILLION)

NET DEBT AS AT
30 JUNE 2020

$17.4 million

(30 JUNE 2019:
$11.1 MILLION)

RETURN ON
SHAREHOLDERS' EQUITY

19.7%

(FY19: 21.0%)

FULL YEAR
DIVIDENDS OF

7.1 cents

100% FULLY FRANKED
(FY19: 8.3 CENTS)

The above reflects underlying results to facilitate comparisons period to period. A reconciliation of statutory to underlying results is included in Note 5 of the Directors' Report. A four-year comparison of the underlying financial results is shown on page 7 of the 2020 Annual Report.

FINANCIAL SUMMARY

2020 Full Year Financial Underlying[1] Results Summary

$m	FY 2020	FY 2019	% Change
Service Charges	90.3	86.5	4.4
Associate Charges[2]	26.3	25.7	2.3
Total Revenue	**116.6**	**112.2**	**3.9**
Total Net Revenue (incl other income, less recoverable expenses)	94.0	90.3	4.1
Operating Expenses	71.0	67.1	5.8
EBITDA before FX	23.0	23.2	-0.9
EBITDA after FX	**22.2**	**24.0**	**-7.5**
EBITDA margin % (total revenue)	19.0	21.4	-11.2
EBITDA margin % (service charges)	24.6	27.7	-11.2
Profit before Tax	19.3	20.8	-7.2
Net Profit after Tax	**14.0**	**14.8**	**-5.4**
Net Operating Cash Flow	15.1	14.6	3.4
Net Debt	17.4	11.1	56.8
Gearing % (net debt/net debt + equity)	19.6	13.6	44.1
Basic EPS (cps) - statutory	7.18	8.42	-14.7
Return on shareholders' equity % – statutory	13.2	15.9	–17.0
Return on shareholders' equity % – underlying	19.7	21.0	-6.2
Dividend (cps) – 100% franked	**7.1**	**8.3**	**-14.5**

1. Underlying results are shown to facilitate comparisons period-to-period.
2. Associate Charges relate to revenue from recharging the cost of foreign associates that lodge applications in countries outside those in which QANTM acts; the revenue is offset by recoverable expenses as detailed.

FOUR-YEAR FINANCIAL SUMMARY[1]

	FY20	FY19	FY18	FY17
Summary Financials ($m)				
Service charges revenue	90.3	86.5	76.5	80.4
Associate charges revenue	26.3	25.7	25.2	22.8
Total Revenue	116.6	112.2	101.7	103.2
Total Net Revenue (other income, less recoverable expenses)	94.0	90.3	80.4	83.3
Operating expenses	71.0	67.1	61.1	61.7
EBITDA pre FX	23.0	23.2	19.3	23.6
EBITDA after FX	22.2	24.0	20.1	24.5
Depreciation and amortisation	2.2	2.2	2.1	2.0
Group EBIT	20.0	21.8	18.0	22.5
Net interest costs and bank charges	0.7	1.0	0.8	0.9
Profit before tax	19.3	20.8	17.2	21.6
Tax expense	5.3	6.0	5.3	6.7
Net Profit after Tax	14.0	14.8	11.9	14.8
Operating Cash Flow	15.1	14.6	11.3	21.3
Net debt	17.4	11.1	8.3	7.4
Capital and Dividends				
Ordinary shares on issue	134,298,552	133,050,724	132,904,331	132,900,281
Dividends per share for year (cents)	7.1	8.3	7.1	8.9
Franking level (per cent)	100	100	100	100
Opening share price ($)	1.42	1.05	1.27	000
Closing share price ($)	1.18	1.42	1.05	1.27
Financial Ratios				
EBITDA/Total revenue (per cent)	19.0	21.4	19.8	23.7
EBITDA/Service charges revenue (per cent)	24.6	27.7	26.3	30.5
Interest cover (EBITDA/net interest expense) times	31.7	26.7	25.1	24.5
Basic earnings per share (cents)	7.18	8.42	7.15	5.4
Return on equity – statutory (per cent)	13.2	15.9	13.6	10.2
Return on equity – underlying (per cent)	19.7	21.0	17.1	20.9
Gearing (net debt/net debt + equity) (per cent)	19.6	13.6	10.6	9.4
Financial Position as at 30 June ($m)				
Total assets	135.4	107.0	104.8	108.8
Total liabilities	64.3	36.4	35.1	37.9
Net assets / shareholders' equity	71.2	70.6	69.7	70.9

1. The above reflects underlying results to facilitate comparisons period to period. A reconciliation of statutory to underlying results is included in Note 5 of the Directors' Report.
2. Associate charges relate to revenue from recharging the cost of foreign agents that lodge applications in countries outside those in which QANTM acts; the revenue is offset by recoverable expenses as detailed.

FROM THE CHAIRMAN AND CEO

We would like to thank shareholders for their support during what has been a difficult if not unprecedented year. In the context of the challenges of the COVID-19 pandemic, the QANTM businesses and its people have adapted to new ways of working and continued to deliver the intellectual property expertise for which the QANTM business entities, Davies Collison Cave, FPA, Advanz Fidelis, ipervescence – and the recently acquired Cotters Patent and Trade Mark Attorneys – are well-known and regarded.

It may be too early to interpret the many potential implications of the pandemic, and its economic consequences. Nonetheless, the protection and management of intellectual property will remain a cornerstone of economic, business and creative activity. The continued protection of intellectual property through strategic expenditure can be expected to be maintained. Furthermore, new ways of conducting business, as well as the innovation in services, products, forms of learning and recreation, which may follow such a major upheaval, can be expected to provide their own opportunities for intellectual property service providers, such as QANTM.

While there are challenges, the board and senior management of QANTM view COVID-19 as also presenting opportunities - to improve the flexibility and quality of the working environment of our people; to continue the focus on professional development and career advancement and, to identify and create new sources of revenue and shareholder value.

We also believe QANTM is well equipped to play a major role in assisting our clients through a period of transition, as well as participate in the commercialisation, management and protection of intellectual property developments in a post COVID-19 environment.

Resilient operating and financial performance

QANTM's 2020 full year results reflected a resilience in the intellectual property industry and in the company's business model, despite the challenging business, societal and economic conditions associated with the global COVID-19 pandemic.

QANTM performed solidly, with service charges increasing by 4.4% and total net revenue up by 4.1%. With the exception of a weaker second half performance in parts of the Asian business, the business was not adversely affected in a material way by the COVID-19 pandemic. Business activity levels remained high, notwithstanding a slight drop-off in filings in the period from March to June 2020.

Transition to new CEO

Craig commenced as QANTM's chief executive officer in January of 2020. The transition from Leon Allen, our founding CEO, to Craig has been a smooth and efficient one. After extensive engagement during 2019 on the proposed merger between QANTM and Xenith IP, where Craig was CEO, he and Leon worked through the transition process and ensured the continuity of a number of existing work streams. Leon commenced as a non-executive director in July 2020.

Craig's background in IT professional services and in helping to lead companies through change, as well as his role as chief executive of Xenith, provide the ideal depth of experience and knowledge of the intellectual property sector to lead the next phase of QANTM's evolution. Already, a substantial body of work is in train related to a comprehensive business transformation process, focussed upon clear priorities, including our people, technology, process simplification, client-centricity and the delivery of shareholder value not least by building upon the business base established in Asia.

Richard England

The patent service offering of DCC, FPA and Advanz, which represent 68% of QANTM's revenues, recorded another strong performance. Combined service charges increased by 7.3%. Patent application growth of 3.1% was recorded for the Group, while new QANTM Australian patent applications increased by 0.9%, in the context of an overall Australian patent market decline of 0.6%.

QANTM recorded an increase in patent market share growth in Australia for the third consecutive year, increasing to 14.2% compared to 14.0% in the prior year. Patent applications in Asia across our businesses increased by 25.9% and now represent 13% of overall Group patent applications; a solid foundation for future growth in this region, which remains a focus area for the Group.

QANTM's full year trade mark service charges increased by 0.6%. Trade marks contributed 18% of total Group revenue. After a slow start to the 2020 financial year, the trade mark business of DCC experienced a stronger second half performance, with total trade marks service charges, including Advanz, increasing by 7.1% compared to the first half of 2020. QANTM's total trade mark filings were stable year-on-year. In Australia, DCC's trade mark filings decreased by 5.5%. Despite this, DCC maintained its leading market share, at 10.9%, amongst the top 50 filers.

Legal revenues, deriving from DCC and Advanz, declined by 3.8%. While DCC Law's revenue was 5.1% lower year-on-year, this was a solid outcome, when viewed in the context of a record 2019 result. DCC Law recorded a strengthening second half performance.

Advanz, which joined the QANTM Group in July 2018, recorded a 22.0% increase in total revenue, compared with 2019, despite a markedly softer second half performance associated with significant COVID-19 induced business restrictions in Malaysia. This adverse second half business impact has now lessened, with the Malaysian COVID-19 restrictions having been steadily released. I am pleased that the integration of Advanz within the QANTM Group has been achieved in an exemplary manner and it represents an important step, along with the DCC and FPA presence in Singapore, in QANTM's ambitions to grow a larger, sustainable and profitable business presence in the Asian region. Asia region revenue for QANTM across patents, trade marks and advisory services increased by 34.0% and now constitute 7.0% of total Group revenue.

Operating expenditure was 5.8% higher year-on-year. The increase reflects a decision to invest in the future revenue generation and organisational capabilities of the company. Increased expenditure was evident in two main areas: fee-earner remuneration, aimed at rewarding performance and ensuring retention of our key professional personnel, as well as higher corporate expenditures associated with the initial stage of investments to transform the Group's business systems and processes, which will be discussed on page 12. The higher investment in these areas, in combination with unfavourable foreign exchange movements, reduced the reported and underlying EBITDA and NPAT performance, year-on-year.

FROM THE CHAIRMAN AND CEO

Balance sheet and dividends

QANTM's balance sheet remains strong, with net debt of $17.4 million at a gearing ratio of 19.6% as at 30 June 2020. Cash flow from operations increased to $15.1 million and the company increased its cash balances at year end to $6.2 million. These inherent strengths enabled the Board to declare a total full year dividend of 7.1 cents, fully franked. Dividends, at 89% of net profit after tax and amortisation, were at the top end of the advised payout range and represent an attractive dividend yield for shareholders.

COVID-19 – adaptation and implications

QANTM and each of its operating businesses transitioned seamlessly to new, and predominantly remote, forms of work and client-servicing arrangements which followed the restrictions introduced by the COVID-19 pandemic. Our workforce responded wonderfully and with great professionalism, ensuring no reduction in the quality of the services provided to our diverse client base. We would like to acknowledge the lead taken by the managing principals and their direct teams for planning and implementing a host of new arrangements and for the adaptability of our professional and business support teams. All have done so, with greater than normal challenges in working remotely and in so doing balancing personal and family commitments. The focus during the COVID-19 pandemic has been on the safety, health and wellbeing of our people, as well as continued excellence in client servicing. We have also taken the opportunity to accelerate the first phase of our technology transformation program, focussing on remote and flexible work practices. In many respects, the approach being taken is to re-imagine the nature of the work environment and how we can improve our systems and better meet client requirements.

We have been asked about the implications of the COVID-19 situation and potential implications for our business. Our views are informed by the fact that the intellectual property industry tends to ebb and flow based on global R&D sentiment. Potential impacts for the business are likely to vary across jurisdictions and countries, industry sectors, companies within sectors, and the strength of individual balance sheets. Risks exist in some sectors, such as travel and tourism, and possibly traditional retailing, but there are also potential opportunities in sectors such as biotech, pharmaceuticals, technology and online retailing.

The current economic and business environment makes forecasting difficult, given the uncertain and evolving circumstances. The national offices of some international IP agencies have suggested a potential decline in filings in the vicinity of 5% for the 2021 financial year. Volatility can be expected to continue until business confidence resumes, most likely after the general release of an effective vaccine. The directors believe that QANTM's business is well positioned to work through various COVID-19 scenarios, and to make necessary business adaptations, while it also retains a number of inherent portfolio strengths. These include: a business model which provides resilience and defensiveness; portfolio diversification, with leading and respected market positions in patents, trade marks and

> "We believe QANTM is well equipped to play a major role in assisting our clients through a period of transition, as well as participate in the commercialisation, management and protection of intellectual property developments in a post COVID-19 environment."

intellectual property law; a broad client base in terms of sectors (from global corporations to research institutes and start-up ventures); geographical spread; and limited exposure to single key clients. The patent filings growth achieved by QANTM, equating to 15% in terms of total patents and 7.6% for Australian patent applications over the last three years, provides recurring revenue characteristics and contributes a degree of revenue predictability not found in many other businesses.

Nonetheless, in the context of a possible weakening in the IP sector, scenario plans have been developed aimed to match capacity with workload demand, if this were to materially vary in the period ahead. At the same time, it is essential to continue appropriate levels of investment in areas central to the delivery of medium term profitable growth and competitive advantage for QANTM.

Organisational strengthening

We have continued to invest in the careers of our people in a variety of ways. A focus on diversity and inclusion has also been maintained. In the 2020 financial year, there were 21 professional promotions. Over two-thirds of those promoted were women. Amongst our professional personnel, as well as our business support teams, we have some exceptional talent. This is underpinned by the quality of educational qualifications, industry experience and capabilities in meeting the needs of our diverse client base. A few examples of some of our people are provided on pages 22 to 23. We have also strengthened our corporate resources, to provide greater central support to our business entities, ensure more efficient group-wide systems and processes, and enable dedicated focus on the delivery of key growth and transformation objectives. Kylie Sprott has been appointed as Chief Transformation Officer and is leading the business transformation program, including the formulation of a technology road map. Morgan Sloper has been appointed as Head of M&A and Risk, with a particular focus on opportunities to grow the business in Asia. His risk purview, will seek to ensure a prudent, risk-weighted approach to capital deployment and balance sheet settings. Both of these senior leaders have more than 20 years of business experience.

Strategy refinement

It is now four years since QANTM listed on the Australian Securities Exchange, on 31 August, 2016. Given this period and with my appointment to the role of CEO, the board and Group Executive team has considered it appropriate to reflect upon our journey so far and the lessons learned.

Given that we are also in the midst of a once-in-a-hundred-year global pandemic, it is appropriate to review and refresh our overall strategy, both in a Group context and within each business entity. The aim is to ensure that we navigate the continuing uncertainty of the current operating environment and emerge stronger as the world adjusts to the varied impacts of COVID-19, as well as have a defined pathway for the company's growth over at least the next five years.

Integral to the strategy refinement process have been independent and comprehensive reviews in a number of areas, including IT infrastructure and applications.

We are also working on the finalisation of a fully costed business plan and road map, for our business transformation program. We plan to share key priorities and the main implementation elements of the refined strategy and business transformation program with our employees, key clients and shareholders over the next several months, as and when details are finalised.

Craig Dower

FROM THE CHAIRMAN AND CEO

Business transformation

The business transformation plan is comprised of five elements: people, technology, clients, business processes and growth and scale. It is planned to implement the key components over the next two to three years. The first phase, encompassing core infrastructure, is underway.

A high-level business case has been approved by the board, and we are now proceeding with detailed implementation planning.

First, our people. For a professional services business, an engaged, skilled and motivated workforce team is the critical asset underpinning our success and differentiation in the markets we seek to serve. We will continue to invest in our people, in their future professional skills, in the provision of technological support and in enhancing commercial leadership across our business entities. An objective is to empower our people through improved and more reliable tools, easier access to information, and the provision of world-class collaboration platforms. We will also be investing in skills for the future that we believe will be critical to our industry: artificial intelligence and machine learning, data and analytics, leadership and diversity. Further information on people and culture is provided on pages 21 to 23.

Second, technology transformation, including migrating current, often diverse and proprietary business systems, to more open, cloud-based platforms. The purpose is to increase productivity, facilitate greater client collaboration and, over time, build commercial advantage.

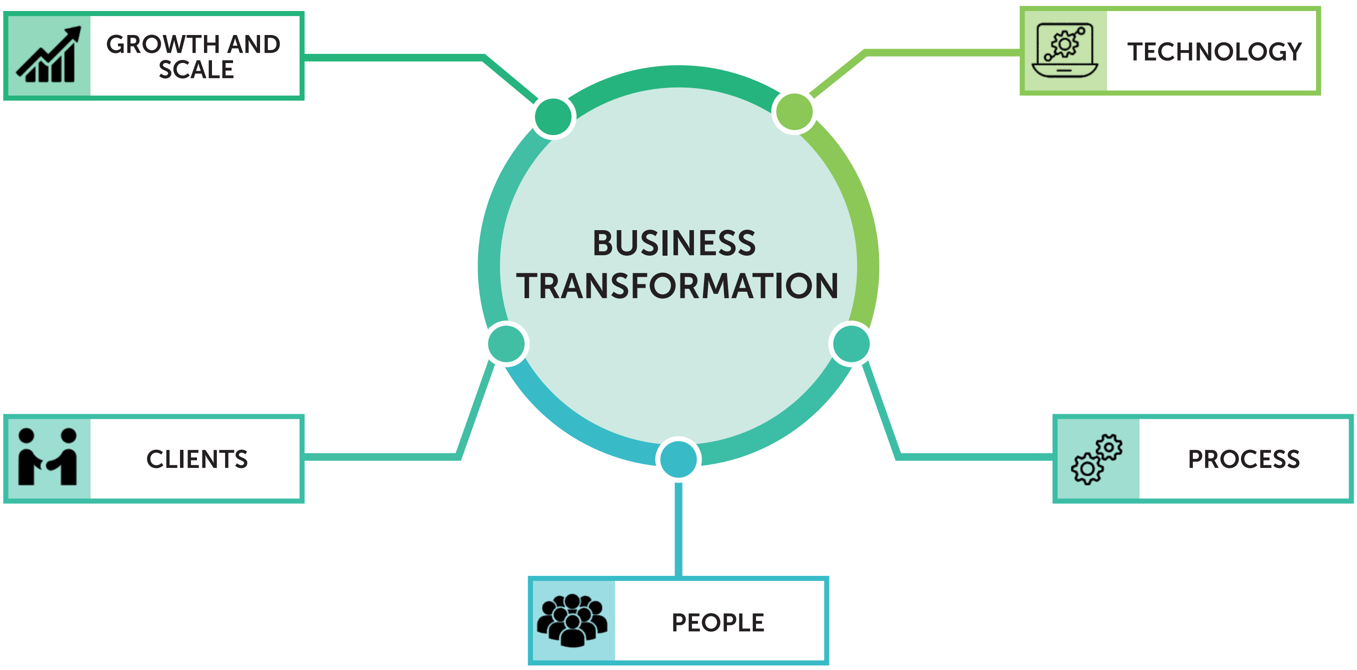
Third, our clients. The focus is on deepening our client engagement through greater connectivity and collaboration and increased business insights and value. The nature of our service offering will continue to evolve, opening up new client-servicing opportunities.

Fourth, processes, including establishment of common systems and processes through greater automation, and improved connectivity. The outcomes will be to improve efficiency, reduce costs and create areas of competitive advantage.

Five, growth and scale. Drawing upon the organisational capabilities we have and expect to build further, as well as opportunity generation and assessment, our aim is to increase revenue and earnings and, in turn, shareholder value. A key component will be further investments in building a material and sustainable business presence in Asia, including through the evaluation and pursuit of appropriate merger and acquisition opportunities.

High-level estimates for the main components of the business transformation plan are $8 million to $10 million in total capitalised expenditure over the next two to three years, with $4 million to $6 million per annum of expected recurring benefits. These benefits are expected to start to flow in the 2022 financial year, ramping up to year three, with payback modelled within two to three years. Benefits will be substantial and will include increased productivity, increased revenue, cost savings and efficiency, deeper client collaboration, increased competitive advantage through innovation, and an ability to quickly integrate acquisitions and capture greater value.

This diagram encapsulates the five key elements of business transformation.
Detailed planning has recently commenced on this program, to be implemented over the next two to three years.



Board and governance

The board of QANTM commissioned its first independent, comprehensive review of the board, its composition and functioning, since the company's listing in 2016. The results of the review were positive and useful, and will be used as a basis for further improving the efficiency of board functioning and director interactions. The main matters to be highlighted from the review relate to the need for ongoing consideration to Board succession planning, including consideration to the appropriate diversity of future skills and professional experience in the context of the evolution of company strategy and its anticipated business activities, particularly in Asia. These matters will form a regular consideration between myself, my fellow directors and the chief executive officer.

As shareholders will be aware, Leon Allen commenced as a non-executive director earlier in July and will stand for re-election as a director at the forthcoming Annual General Meeting in November. The directors recognised that Leon's depth of experience in the intellectual property sector, over 35 years, as a patent attorney and as managing partner of DCC and its chairman from 2011 to 2016, as well as his extensive involvement in IP industry associations in Australia and internationally, will be of great value to shareholders.

Abigail Cheadle, a non-executive director and the inaugural chair of the Audit, Risk and Compliance Committee, has elected to resign as a director at the forthcoming Annual General Meeting. As such, Abigail will not seek re-election as a director. I would like to thank Abigail for her role and contribution. She has served shareholder interests with distinction. My fellow directors and I wish her well in her future career.

Finally, I would like to acknowledge the commitment and contribution of my board colleagues, most notably in terms of their involvement in the strategy refinement and business transformation planning exercises being overseen by Craig Dower. As in the past, directors have displayed a constructive and active involvement in the formulation and refinement of the strategic and business model context for the QANTM Group, so as to advance the interests of shareholders and other key stakeholders.

Richard England

Business priorities

Your directors maintain a prudent, but optimistic, outlook in relation to short-to-medium term business prospects. QANTM and the intellectual property sector is expected to display a degree of industry and business resilience, despite the volatile international environment. Our primary focus during this uncertain time continues to be on the health, safety and wellbeing of our people. Investment to position QANTM well for future growth and the delivery of enhanced shareholder value will be pursued, based upon defined areas of business priority, including a business transformation and technology modernisation program. Acquisition opportunities in Australia and internationally, with a primary focus on Asia, will also continue to be evaluated.

Delivering outstanding client service remains at the heart of all of the businesses within the QANTM Group. We are a high-touch business, focusing on excellence in all that we do. We will continue to evolve our service offerings around a central core – intellectual property and innovation.

As a listed company, we are committed to delivering value to our shareholders.

We thank all of our people for the extraordinary contribution during a highly disruptive period.

We acknowledge the pivotal importance and value of our clients, many of whom are undergoing their own business uncertainties and challenges. We also thank all of our shareholders for their continued support.

Richard England
Non-executive Chairman

Craig Dower
CEO and Managing Director

GROUP EXECUTIVE TEAM

The QANTM Executive Team is comprised of eight executives.

CRAIG DOWER

FAICD, FAIM, MACS

CEO and Managing Director

QANTM

Location - Melbourne, Sydney

Joined QANTM: 2020

MICHAEL WOLNIZER

LLB (Hons), LLM, Lawyer, Trade Marks Attorney

Group Managing Principal

Davies Collison Cave

Location - Melbourne

Joined DCC: 1994

JAMES CHERRY

BSc (Biochem), LLB (Hons), Patent Attorney

Managing Principal

FPA Patent Attorneys

Location - Melbourne

Joined FPA: 1990

JERN ERN CHUAH

LLB (Hons), Lawyer, Patent Attorney, Trade Mark Attorney

Managing Principal

Advanz Fidelis IP

Location - Kuala Lumpur

Joined AFIP: 2000

MARTIN CLEAVER

BBus, CA, MAICD

Chief Financial Officer and Company Secretary

QANTM

Location - Melbourne

Joined QANTM: 2017

KYLIE SPROTT

BA, GAICD, CAHRI, AGSM

Chief Transformation Officer

QANTM

Location - Brisbane

Joined QANTM: 2019

NICK WARD

LLB (Hons), BA

General Counsel

QANTM

Location - Melbourne

Joined QANTM: 2018

MORGAN SLOPER

BA, LLB (Hons), MLM, GAICD

Head of M&A and Risk

QANTM

Location - Sydney

Joined QANTM: 2020

BOARD OF DIRECTORS

Six directors currently serve on the QANTM Board, five are non-executive directors and one is an executive director (the CEO and Managing Director). Detailed biographies, of each person holding the position of director at the date of this Annual Report are set out on pages 27 to 29 of the Directors' Report.

RICHARD ENGLAND

FCA, MAICD

Non-Executive Chairman

Member of the ARCC
Member of the PRCC

CRAIG DOWER[1]

FAICD, FAIM, MACS

CEO and Managing Director

LEON ALLEN[2]

BSc (Hons), Patent Attorney, MAICD

Non-Executive Director

Member of the ARCC

SONIA PETERING

LLB, BCom, FAICD

Non-Executive Director

Chair of the ARCC
Member of the PRCC

CAMERON JUDSON

BA, MBA, MAICD

Non-Executive Director

Chair of the PRCC

ABIGAIL CHEADLE[3]

LLB, BCom, FAICD

Non-Executive Director

Member of the ARCC
Member of the PRCC

[1] Mr Dower was appointed as Chief Executive Officer with effect from 13 January 2020 and also as Managing Director with effect from 1 July 2020.

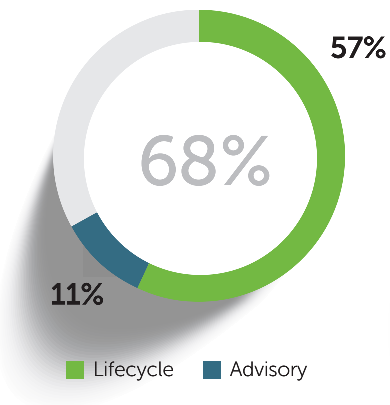
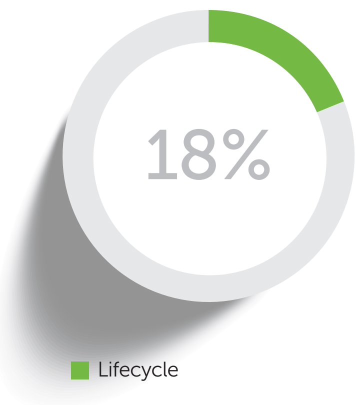
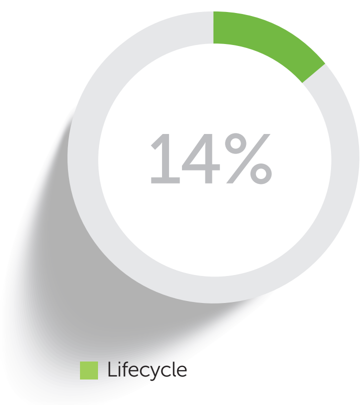
[2] Mr Allen retired as Managing Director and Chief Executive Officer with effect from 13 January 2020 and was appointed as a Non-Executive Director with effect from 1 July 2020

[3] Ms Cheadle will retire as a non-executive director with effect from the end of QANTM's 2020 Annual General Meeting, which is scheduled to be held on 27 November 2020.

BUSINESS AND MARKET CHARACTERISTICS

QANTM Group business outcomes

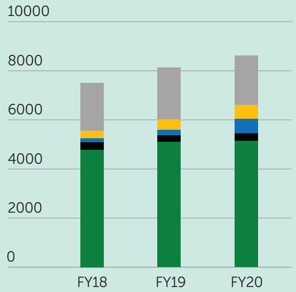
The following diagram provides a summary of the revenue outcomes and main factors influencing QANTM's three main business areas, as well as market position.

Business Areas	Patents and Designs Lifecycle/Advisory	Trade Marks	Legal / Litigation
Percentage of aggregate QANTM Service[1] Charges Revenue FY20			
FY20 vs FY19[2] Service Charges Revenue	$62.1m vs $57.9m, up 7.3%	$15.7m vs $15.6m, up 0.6%	$12.5m vs $13.0m, down 3.8%
Service and Foreign Associates Charges Revenue	$83.3m vs $78.7m, up 5.8%	$20.8m vs $20.5m up 1.5%	
Main Factors[3]	— Group patent applications up 3.1% to record level — QANTM Australian patent applications up 0.9% – 60% of total Group patent applications	— Group trade mark service charge revenue growth of 0.6% in context of stable Group filings overall; lower Australian Group filings, down 5.5.% — QANTM Australian market share 10.9%; DCC maintains leading Australian market position.	— Lower client litigation/ legal work relative to record FY19; stronger 2H contribution from DCC, offset by lower AFIP-generated work (due to Malaysian COVID-19 restrictions).

NOTE:
[1,2] DCC, FPA and ADVANZ management analysis. Excludes Cotters, acquired 22 May 2020, to enable like-for-like comparison
[3] DCC, FPA and ADVANZ management analysis and analysis of IP Australia Data. Market share based on share of national applications for top 50 agents including IRDA cases

Patent Applications

QANTM GROUP
TOTAL NEW PATENT CASES FY18 – FY20



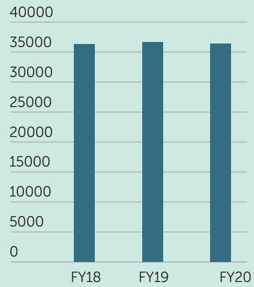
AUS | PCT Applications
SE Asia (IND, MY, PHI, THL AND VIE)
SIN | RoW

Continued above market trend growth

- Group patents up 3.1% highest level since IPO; 3 year growth in patent applications of 15%
- Australian patents up 0.9% vs market decline of 0.6%
- Asian patents up 25.9% to highest recorded level
- PCT applications up 11.0%
- RoW applications declined 3.0%
- Australian patent applications: 60% of Group; RoW 23%; Asia 13%; PCT 4%

Source: DCC, FPA and AFIP management analysis

TOTAL
PATENT APPLICATIONS
FILED IN AUSTRALIA FY18 – FY20

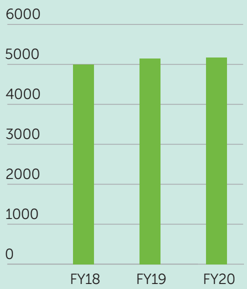


TOTAL

- FY20 total Australian market patent applications up 0.6% (QANTM up 0.9%)

Source: IP Australia

QANTM[1]
AUSTRALIA PATENT
APPLICATIONS FILED FY18 – FY20



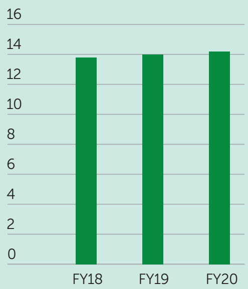
QANTM

- Above market patent application growth for 2nd consecutive year
- 3 year QANTM Australian patent application growth – up 7.6%
- Softening 2H20 vs 1H20; down 3.4%; 2H20 vs 2H19, up 0.7%

Source: DCC and FPA management analysis

NOTE:
[1]Based on IP Australia at conclusion of each filing year. Not including subsequent international filings allocated.

QANTM
PATENT FILINGS
TOTAL MARKET SHARE FY18 – FY20



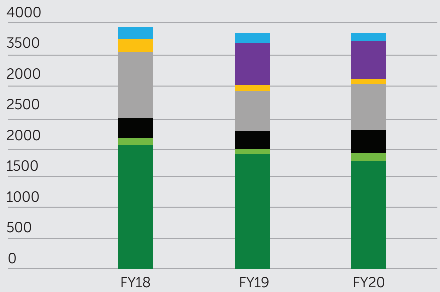
QANTM

- QANTM market share increased from 14.0% FY19 to 14.2% FY20

Source: DCC and FPA management analysis

Trade Mark Filings

QANTM TRADE MARK FILINGS
FY18 – FY20



AUS | Int (Madrid)
NZ | Other Foreign
Singapore | Malaysia
IRDA Cases

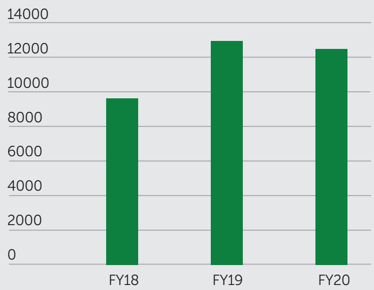
Source: Australian filings numbers based on IP Australia data
Other country data sourced from QANTM management information

- Group trade mark filings stable year-on-year
- Group Australian trade mark filings, representing 46% of FY20 total, declined by 5.5%, relative to overall market 0.7% increase
- DCC retained #1 market share position in overall flat Australian market
- Lower Group Asian filings, representing 18% of FY20 Group total, down 12%, in large part associated with Malaysian COVID business restrictions in 2H20
- New Zealand trade mark filings increased by 23.7% and now represent ~10% of Group total

NOTE:
IRDA – International Registration Designating Australia

Legal Revenue

QANTM GROUP
LEGAL REVENUE TREND ($m)
FY18 – FY20



TOTAL

- Legal/litigation revenue declined 3.8% from pcp to $12.5 million (2019: $13.0 million)
- FY20 revenues relative to record result for DCC Law in 1H19 of $6.8 million
- DCC revenues up 3.4% 2H20 vs 1H20, with strengthening case load and advisory work, offset by weaker AFIP advisory 2H20
- Litigation services continue to operate in a modified / virtual COVID environment

BUSINESS OVERVIEW

Melbourne, Sydney, Singapore

FPA Patent Attorneys has an exclusive focus on patents and designs, and a reputation for excellence and successfully delivering on the diverse requirements of its clients.

With a team of 28 patent attorneys and 40 business service personnel, FPA has the professionalism, expertise and experience necessary for the delivery of a range of intellectual property services, including those necessary for innovative and disruptive technologies. FPA believes that the patent attorney relationship involves becoming an integral part of a client's business. This enables better identification of risks and opportunities for an organisation's IP requirements. As such, FPA specialises in understanding its clients' commercial interests and implementing patent examination strategies aligned with those commercial interests. FPA seeks to provide clients with more than a standard approach; it seeks to ensure a commercial context and to deliver bespoke solutions that truly add value. FPA people think laterally and are prepared to invest time and intellectual effort in the client relationship and in understanding a client's business.

Internationally, FPA has a diverse client base, including multinational corporations. Domestically, as recognition of its expertise, FPA acts for a range of organisations, including major Australian universities seeking to secure protection for their research. As a top tier firm with offices in Australia and South East Asia, FPA specialises in understanding innovative global industries and the burgeoning and increasingly important South East Asian patent market. The firm invests time in understanding its clients as individual organisations to provide expert advice on the creation, management, enforcement and commercialisation of patents and designs throughout South East Asia.

FPA's team maintains a common vision of providing an exceptional experience to its clients and to each other. FPA's attorneys and staff work collaboratively within client groups, across the firm, sharing their unique skill sets. FPA operates with an inclusive culture, valuing all opinions and facilitating the sharing of ideas and the promotion of teaching and learning.

FPA is committed to excellence in everything it does. This is manifested in its premium client base which includes the world's leading brands and technologies across multiple industries including:

— Mining and resources
— Energy
— Pharmaceuticals
— Biotechnology
— Agribusiness and agrochemical
— Industrial chemistry
— Food, beverages and FMCG
— Building, construction and civil engineering
— Medical technologies
— Analytical instrumentation
— Mechanical engineering and manufacturing
— Information and communication technologies
— Electronics and electrical engineering
— Chemical and materials engineering
— Consumer products and design
— Physics

People

FPA invests deeply in its people and believes it has the right mix of people, as well as diversity of thinking across the firm, to deliver outstanding client outcomes. FPA patent attorneys have a depth of expertise, educational qualifications and proven records of involvement in their clients' industries. Many FPA attorneys have worked in industry or undertaken post-doctoral research prior to entering the patent attorney profession. FPA attorneys focus on, and specialise in, their specific technologies and industries. FPA has particular success in obtaining patents in Australia in the computing / data processing and biotechnology fields.

Recent Awards

- Ranked Tier 1 for Patent Prosecution by Managing Intellectual Property, for 2020/2021
- Ranked "Highly Recommended" for Patent Prosecution by IAM Patent 1000, for 2020/2021

Melbourne, Sydney, Brisbane, Canberra, regional Victoria and New South Wales, Singapore, New Zealand

Davies Collison Cave (DCC) is Australia's premier IP practice, involved in protecting and enforcing intellectual property for more than a century. DCC is focused on providing excellent service and leadership within the IP profession. The firm has skilled practitioners in the areas of patent, trade mark, design and copyright, commercialisation, privacy and data protection and provides services in Australia, New Zealand, Singapore, the Pacific Islands and the ASEAN region.

A differentiated characteristic of DCC is its collegiate culture and focus upon excellence. DCC places its people first, exemplified by the need to make fundamental changes in working arrangements during COVID environment and in doing so placing the health and welfare of its people as paramount.

DCC is committed to maintaining a healthy, engaged, and inclusive workplace through the delivery of company-wide initiatives with a focus on diversity, inclusion and belonging.

DCC is engaging in its dealings with clients and committed to understanding IP in the context of an individual business and its requirements. DCC engages with clients to learn about their broad strategic and commercial objectives. This ensures advice is not only legally and technically sound, but also commercially-focused and timely, while supporting an organisation's strategic direction. DCC's quality management process ensure that all work is supervised by a Principal who works closely with his or her team.

DCC specialises in strategic analysis, protection, enforcement, commercialisation and licensing of all aspects of intellectual property, including patents, trade marks, copyright, as well as:

- Trade secrets
- Domain names
- Plant variety rights
- Litigation, mediation and dispute resolution
- Privacy and data protection
- Corporate and commercial, property, taxation and business succession planning

DCC's law group practices exclusively in IP law and related areas. DCC's lawyers are recognised for their expertise in negotiating commercial agreements, licensing and litigation relating to patents, trademarks, copyright, designs, domain names, privacy and data protection, technology, media and tele-communications.

DCC's patent and trade mark attorneys cover all industry sectors, including:

- Engineering and manufacturing
- Electrical and electronic engineering
- Building and construction
- Food and beverages
- Agriculture and agribusiness
- Mining and resources
- Fashion, architecture and design
- Chemical and materials engineering
- Nanotechnology
- Clean technology and energy
- Biotechnology and pharmaceuticals
- Arts, marketing and media
- ICT and software
- Medical technology and devices
- Universities and research

People

DCC's Principals, attorneys and lawyers are among the most academically qualified and experienced IP specialists in the country. They are experienced in a broad range of science and technology backgrounds with established technical, as well as legal skills. DCC recruits only the brightest professionals, supports them with highly trained administrative staff, and utilises sophisticated technology and management systems.

Recent Awards

- asialaw Profiles 2020 ranks Davies Collison Cave as Outstanding
- Asia IP Trade Marks Firm of the Year, 2019
- Davies Collison Cave recognised in Best Lawyers in Australia, 13th edition, 2020

BUSINESS OVERVIEW

ADVANZ FIDELIS
PATENTS TRADEMARKS COPYRIGHT INDUSTRIAL DESIGNS

Kuala Lumpur, Malaysia

Advanz Fidelis IP (Advanz) is a leading incorporated intellectual property prosecution and advisory practice operating in Malaysia. Advanz has been a member of the QANTM Group since July 2018. It represents QANTM's first acquisition in Asia and, as such, forms an important foundation for the Group's growth objectives in the region.

Advanz offers integrated IP services in patents, trade marks, copyright, industrial design and intellectual property prosecution and advisory work. Established in 2000, Advanz has a spread of clients in Malaysia and other parts of the world including Asia, Europe and the United States providing a full range of intellectual property services, including:

- identification of IP assets
- development and protection of IP assets
- development and exploitation of existing IP rights
- management of IP assets
- dispute resolution
- IP education and training
- IP commercialisation, including providing access to potential investors and commercialisation partners

People

The team at Advanz is focused on their philosophy of the integration of intellectual property and business strategies.

An integrated approach to IP allows Advanz to be more pro-active and protective, yet strategic, in managing an IP portfolio for better business results, and thus minimises the loss of a client's valuable management time and resources.

Recent Awards

- World Trade mark Review 1000 (WTR 1000) – Recommended Firm 2020
- World Trade mark Review 1000 (WTR 1000) – Recommended Individual 2020
- IAM Patent 1000 – Recommended Firm 2020
- IAM Patent 1000 – Recommended Individual 2020
- IAM Strategy 300 – Recommended
- Asia IP – 2020 Ranked Firm

COTTERS
Patent & Trade Mark Attorneys

Australia and New Zealand

Cotters was established in 2008 by patent attorneys with extensive experience in large patent attorney practices in Australia and Europe.

Cotters is a specialist patent and trade mark prosecution firm. Its patent and trade mark attorneys are registered to practise before both the Australian and New Zealand IP Offices. Cotters specialises in preparing, filing and prosecuting patent, registered design, and trade mark applications, providing validity and infringement opinions on registered IP rights, IP due diligence advice and assisting in IP litigation matters before the Federal Court of Australia and the High Court of New Zealand. For local clients, Cotters also manages their international patent, design, and trade mark portfolios throughout the world, and has close associations with foreign firms in all major international jurisdictions.

Cotters is committed to providing high quality professional work at competitive prices. The majority of the firm's work is conducted on a fixed fee basis, which provides clients with the comfort of cost certainty.

ipervescence

Melbourne

ipervescence is an intellectual property business advisory firm offering IP consultancy and flexible resourcing services, to help drive competitive advantage and growth for clients. ipervescence was formed in 2019, and is a joint venture between QANTM and the founding Managing Principals – Karen Hallenstein and Jane Perrier.

ipervescence provides IP consultancy services that support strategic planning and decision making, resourcing, collaboration, risk management and business continuity, including:

- IP strategy; risk and compliance; culture and capability; policy and law reform; and valuation.

ipervescence also provide flexible IP resourcing solutions, with a team of IP specialists of all levels of experience, available to work on flexible contracts at client premises or remotely, to support business continuity, promote an IP culture and enhance IP capability and competency.

Recent Awards

- Lawyers Weekly, Australian Law Awards Finalist - 2020 IP Team of the Year

PEOPLE AND CULTURE

The continual investment in our people and culture is at the heart of all that we do. The QANTM Group, through its separate business entities, seeks to attract and retain the very best people in the industry.

QANTM seeks to take a holistic approach to its people. During the COVID-19 pandemic this has included an increased focus on wellbeing through a number of different avenues; including a range of lifestyle and resilience programs, as well as helping all of our people, including our senior leadership team, to develop new skills and approaches in dealing with this new way of working remotely. An employee assistance program is available to all employees and their direct family members. A learning and development platform has also been introduced which will be at the core of investments in learning and development and will help to modernise how continuous and contemporary learning is provided to all of our people.

Investing in our People

The QANTM businesses have worked collaboratively to develop programs in these below areas, to further support and develop our people. Ongoing focus will be placed on these key areas as we continuously improve our employee value proposition.

WELLBEING

Program includes meditation practice, resilience project, external wellbeing presenters, internal wellbeing representatives, mental health first aid officers, focus on ongoing connection

EMPLOYEE ASSISTANCE PROGRAM

EAP reach out to employees to provide proactive support and guidance during COVID-19

HEALTH

Program includes yoga, step count challenges, webinars and factsheets on diet, sleep and exercise

REMUNERATION

STI Program

Principal remuneration review

FLEXIBILITY

Ongoing flexible work arrangements tailored to personal circumstance

LEARNING AND DEVELOPMENT

Launch of iQ Online learning platform providing courses and videos to support the ongoing learning and development of our people

PAID PANDEMIC LEAVE

Additional leave entitlement for employees with caring responsibilities

DIVERSITY AND INCLUSION

Internal committee promoting diversity, inclusion and wellbeing initiatives

Paid parental Leave

PEOPLE AND CULTURE

A small representation of the breadth and depth of skills, as well as the diversity of our people.

DAVIES COLLISON CAVE

Marion Heathcote

BSc, LLB, MLaw, BAppSc (Wine Science)

Principal, Trade Marks Attorney, DCC Sydney

Areas of specialisation: Trade mark law, based on Marion's extensive experience in advising on international trade mark portfolio management and protection, particularly within the Asia Pacific region. Marion has a developed knowledge in relation to agro-economic and ecology issues. In 2019, Marion was the recipient of INTA's prestigious President's Award which acknowledges the profound appreciation of the global trade mark community to INTA members who have made a lasting impact on the Association and its mission.

Aaron Yates

BSc, LLB (Hons)

Principal, Lawyer, DCC Melbourne

Aaron is an intellectual property litigation lawyer, whose practice focusses on complex and / or multi-national patent infringement, validity and ownership disputes, particularly in the fields of life sciences, mining and construction.

Edith Hamilton

BEng, BSc, M Intellectual Property Law, MPhil (Engineering)

Senior Patent Counsel, Patent Attorney, DCC Melbourne

Areas of specialisation: patent prosecution in the areas of advanced materials production and processing, fibre and textile technology, industrial chemistry, process engineering, oil and gas, clean technology, and mining technology, including explosives and blasting technology.

Edith has particular experience in complex patent opposition matters, and is also involved with patent drafting, patent infringement and related opinion work.

Jack Shan

BEng, BCom, MCommercialisation

Principal, Patent Attorney, DCC Melbourne

Areas of specialisation: preparation, filing and prosecuting patent and registered design applications, formulating patent and registered design infringement and validity opinions in mechanical engineering and related disciplines.

Previously as a management consultant, Jack mentored numerous start-up entities.

FPA PATENT ATTORNEYS

Tian Liang

BEng (Hons), PhD

Patent Engineer, FPA Sydney

Areas of specialisation: wireless communications; optical fibre communications and free space optical communications; optical sensing; optical devices; signal processing; photonics and consumer products.

Tian's engineering qualifications from the Beijing Institute of Technology, the Australian National University, Canberra and the University of Melbourne, are focussed on electronic and communication systems and photonics, as well as optical wireless networks. Tian is completing a Masters of Intellectual Property, has held an internship as a Research Assistant at NICTA's Canberra Research Laboratory and was a graduate demonstrator in the Department of Electrical and Electronic Engineering at the University of Melbourne.

Clare Taylor

Foreign Filings Team Leader, FPA Melbourne

Areas of specialisation: for over 25 years Clare has developed extensive experience dealing with the formalities and requirements associated with the filing, examination, allowance and issuance of patents and designs in countries around the world, including the handling of European allowance and validation arrangements.

Clare and her team currently assist Principals and Associates in the management of patent and design portfolios. With the latest technology and security protocols in place, the transition to fulfilling these roles for clients through remote working arrangements during COVID-19 has been seamless.

Catherine Winbanks

BSc, PhD, M Intellectual Property Law

Senior Associate, FPA Melbourne

Sector specialisation: IP matters related to biotechnology, pharmaceutical, agricultural, life and medical sciences sectors.

Catherine's PhD focused on characterising cellular mechanisms that lead to kidney fibrosis. She has published more than 20 peer reviewed articles and reviews in international medical and scientific journals. Catherine was a postdoctoral research fellow at the University of Melbourne in the roles of Wnt and TGF-beta signalling in the development of colorectal cancer. She undertook an overseas sabbatical at the University of Washington, where she worked under a world leader in the gene therapy field and has also worked as a Senior Research Officer at the Baker IDI Heart and Diabetes Institute.

ADVANZ FIDELIS IP

Andrew Yee

BSc (Biotechnology), Registered Patent Agent of Malaysia

Division Head Patents, Advanz Malaysia

Areas of specialisation: core focus in biotechnology, with responsibility for drafting and prosecution of patents across a variety of fields. He also advises on industrial designs, and on general prosecution and IP strategies.

Florencetina Chew

BCom, Accounting, CPA Australia

Division Head Finance, Advanz Malaysia

Areas of specialisation: with a background in accounting and finance, Florence's main focus is financial analysis and reporting and the provision of financial advice and support to the Advanz management team. Florence's analytical skills allow her to identify areas for improvement in corporate spending and budgeting across departments. She also assists with client projects relating to IP valuation and audit exercises.

COTTERS PATENT AND TRADE MARK ATTORNEYS

Kieran Williams

BSc (Hons), PhD, M Intellectual Property

Patent Attorney, Cotters Sydney

Fellow of the Institute of Patent and Trade Mark Attorneys of Australia

Areas of specialisation: life science and pharmaceutical inventions. Kieran has experience in patent prosecution and portfolio management. In addition to assisting international life science and pharmaceutical companies obtain patent and plant breeder's rights protection in Australia and New Zealand, Kieran works with companies to obtain commercially-relevant patent protection internationally.

Kieran was a Clinical Pharmacology Scientist at GlaxoSmithKline, held Postdoctoral Research Fellowships in Australia, Germany and the United Kingdom, and was a Patent Examiner. He serves as a representative on the Asian Patent Attorneys Association's Patents Committee.

Hideko Yamamoto

BMech Eng, MMech Eng, M Intellectual Property

Patent Attorney, Cotters Sydney

Member of the Asian Patent Attorney Association

Areas of specialisation: registered patent attorney in Australia and Japan, Hideko specialises in information technology, mechanical patents and registered designs, with experience in a range of fields including information technologies, wireless communications, automotive technologies, food packaging and medical devices.

Hideko commenced her career working as a patent attorney at Hitachi in Japan. Relocating to Australia in 2006, she worked in a large patent and trade mark firm before joining Cotters in 2016. Hideko is integral to Cotters' network of strong relationships with Japanese patent firms.

FINANCIAL REPORT

The Directors of QANTM Intellectual Property Limited (the Company or QANTM) present the full-year financial report of the Company and its controlled entities (the Group or QANTM Group) for the 12 months ended 30 June 2020 (FY20). To comply with the provisions of the *Corporations Act 2001*, the Directors' report follows.

QANTM is the owner of a group of leading intellectual property (IP) services businesses operating under four key brands:

Davies Collison Cave, including:

- Davies Collison Cave Pty Ltd - an incorporated patent and trade marks attorney business operating in Australia and New Zealand (DCC);
- Davies Collison Cave Law Pty Ltd - an incorporated legal practice operating in Australia (DCC Law);
- Davies Collison Cave Asia Pte Ltd - an incorporated patent and trade marks attorney business operating in Singapore (DCC Asia);

FPA Patent Attorneys, including:

- FPA Patent Attorneys Pty Ltd - an incorporated patent attorney business operating in Australia and New Zealand (FPA);
- FPA Patent Attorneys Asia Pte Ltd - an incorporated patent attorney business operating in Singapore (FPA Asia);

Advanz Fidelis IP Sdn Bhd - an incorporated intellectual property prosecution and advisory practice operating in Malaysia (AFIP); and

Cotters Patent and Trade Mark Attorneys - an incorporated patent and trade marks attorney business operating in Australia ('Cotters').

QANTM is also the majority shareholder in an IP business advisory company, ipervescence Pty Ltd, which provides IP consulting and flexible resourcing services.

QANTM generates revenue by providing services in relation to the creation, protection, commercialisation, enforcement and management of IP. In addition, QANTM generates revenue outside the IP application process, with clients engaging the QANTM businesses to provide strategic IP advice regarding their IP portfolio or that of their competitors. Such strategic advice assists clients in identifying potential opportunities for IP protection. DCC Law provides IP legal and litigation services, and corporate and commercial legal advice on mergers and acquisitions, governance and compliance, business structures and restructures, capital raising, joint ventures, finance and asset protection.

QANTM has a diverse client base ranging from start-up ventures and SMEs to Fortune 500 multinationals, public sector research institutions and universities. The majority of QANTM's clients are located in the US, Europe, Japan and Australia and can be broadly divided into three groups:

- local clients, which include Australian, New Zealand, Singapore and Malaysia based corporates, public sector research institutions, universities, and private individuals; and
- international clients which include:
  - foreign corporates who engage directly with QANTM, including Fortune 500 companies and other foreign multinational corporations; and
  - international clients referred to QANTM by IP practices based overseas (Foreign Associates).

QANTM businesses have relationships with a broad range of Foreign Associates internationally. These Foreign Associates engage QANTM businesses to act on behalf of international clients where that client wishes to obtain IP protection in Australia, New Zealand, Singapore or Malaysia (often as part of the 'national phase entry' of PCT applications). Similarly, QANTM businesses will engage a Foreign Associate to act on behalf of a QANTM client in Australia, New Zealand, Singapore or Malaysia that wishes to obtain IP protection in the Foreign Associate's jurisdiction. This reciprocity between QANTM businesses and their network of Foreign Associates is important in generating incoming referrals of international clients and revenue for the firms.

As at 30 June 2020, the QANTM Group had a total of 347 employees.

1. General information

1.1. Directors

The names of the Directors in office at any time during, or since the end of, FY20 are:

Names	Position
Mr Richard England	Non-Executive Chairman
Mr Leon Allen	Managing Director and Chief Executive Officer (Retired with effect from 13 January 2020), appointed as a Non-Executive Director with effect from 1 July 2020
Ms Abigail Cheadle	Non-Executive Director
Mr Craig Dower	Managing Director (Appointed as Chief Executive Officer with effect from 13 January 2020 and also as Managing Director with effect from 1 July 2020)
Mr Cameron Judson	Non-Executive Director
Ms Sonia Petering	Non-Executive Director

Apart from Mr Allen and Mr Dower, each of the Directors has been in office since prior to the start of FY20 and through to the date of this report.

1. General information (continued)

1.2 Information on directors

The skills, experience and expertise of each person who is a Director of the Company at the end of the financial year are provided below, together with details of the Company Secretary as at year end.

Mr Richard England	Non-Executive Chairman
Qualifications	FCA, MAICD
Experience	Richard was appointed independent Non-Executive Chairman on 17 May 2016. He was formerly a partner at Ernst & Young from 1988 to 1994 and a consultant until 2003. Richard is a Fellow of Chartered Accountants Australia and New Zealand and a Member of the Australian Institute of Company Directors.
Interest in shares and options	135,134 shares
Special responsibilities	Chairman
Other current listed directorships	Non-Executive Director of Japara Healthcare Limited.
Former directorships of listed entities (last 3 years)	Chairman of Ruralco Holdings Limited until his resignation on 5 September 2016. Non-Executive Director Chairman of Automotive Holdings Group Limited (retired 31 October 2019). Non-Executive Director of Bingo Industries Limited (retired 30 October 2019). Non-Executive Director of Atlas Arteria. (retired 30 November 2018).

Mr Craig Dower	Managing Director and Chief Executive Officer (served as Chief Executive Officer with effect from 13 January 2020, and also appointed as Managing Director with effect from 1 July 2020)
Qualifications	FAIM, FAICD, MACS
Experience	Craig was appointed Chief Executive Officer of QANTM on 13 January 2020 and appointed to the Board as Managing Director on 1 July 2020. Craig's professional services career has spanned over 30 years and his recent positions include leadership roles as CEO and Managing Director of Xenith IP Group Limited, an ASX-listed IP services group; CEO of Salmat (ASX:SLM), an ASX-listed multichannel marketing and customer engagement company; and President, Asia Pacific and China for Avanade Inc. His experience includes leading and driving organisational change, building high performance teams, technology-based innovation and integrating and managing acquisitions. He also has more than 20 years' experience working across all of Asia Pacific, including five years based in Singapore. Craig has served on a number of boards both as an executive and non-executive director. He is a Fellow of the Australian Institute of Management, a Fellow of the Australian Institute of Company Directors, and a Member of the Australian Computer Society.
Interest in shares and options	Issued with 295,050 performance rights during FY20 pursuant to QANTM's Employee Incentive Plan.
Special responsibilities	Chief Executive Officer (from 13 January 2020), Managing Director (from 1 July 2020)
Other current listed directorships	None

1. General information (continued)

1.2 Information on directors (continued)

Mr Leon Allen	Managing Director and Chief Executive Officer (retired with effect from 13 January 2020), Non-Executive Director (appointed with effect from 1 July 2020)
Qualifications	BSc (Hons), Patent Attorney
Experience	Leon has worked as a patent attorney since 1981, and served as managing partner and chairman of Davies Collison Cave's national management board from 2011, until becoming QANTM's inaugural CEO/MD in 2016. Leon is a past president of the Institute of Patent and Trade Marks Attorneys of Australia, having served on its Council from 1992 to 2013. Leon served two terms on the Advisory Council on Intellectual Property to the Federal Government, the second as Chair. He is a Fellow of the International Federation of Patent Attorneys Academy of Education, teaching patent drafting in Europe, and is also a Senior Fellow of the University of Melbourne.
Interest in shares and options	2,037,227 shares
Special responsibilities	Managing Director and Chief Executive Officer (to 13 January 2020)
Other current listed directorships	None
Former directorships of listed entities (last 3 years)	None

Ms Abigail Cheadle	Non-Executive Director
Qualifications	B. Bus, ACA, MAICD
Experience	Abigail is a chartered accountant and member of the Australian Institute of Company Directors. She was formerly a certified fraud examiner and a member of the Singapore Institute of Directors. Abigail has had an executive career with global services firms in Asia: • building and managing professional services businesses for Kroll, KordaMentha, Ernst & Young and Deloitte; • restructuring and recapitalising listed companies; and • managing risk for multi- nationals. Abigail returned to Australia to be CEO of a disruptive tech platform which was sold before embarking on a non- executive career.
Interest in shares and options	45,045 shares
Special responsibilities	Chair of the Audit, Risk and Compliance Committee
Other current listed directorships	Non-Executive Director of Isentia Group Limited Non- Executive Director of Shriro Holdings Limited
Former directorships of listed entities (last 3 years)	Non-Executive Director of SurfStitch Group Limited

1. General information (continued)

1.2 Information on directors (continued)

Mr Cameron Judson	Non-Executive Director
Qualifications	BA, MBA, MAICD
Experience	Most recently, Cameron held CEO roles with ASX-listed McGrath Estate Agents and Chandler Macleod Group. Prior to these roles, he held a range of leadership roles with Chandler Macleod, UTC Fire & Security and TNT. Cameron is a member of the Australian Institute of Company Directors.
Interest in shares and options	45,044 shares
Special responsibilities	Chair of the People, Remuneration and Culture Committee
Other current listed directorships	Non-Executive Director for Limeade (ASX:LME)
Former directorships of listed entities (last 3 years)	None

Ms Sonia Petering	Non-Executive Director
Qualifications	LLB, B.Com, FAICD
Experience	Sonia has more than 15 years' experience in non-executive director and chair roles with listed and unlisted companies and government authorities across financial services, payments, insurance, professional services and healthcare. Sonia is an experienced commercial lawyer who commenced her legal practice in 2001. She holds a current Victorian legal practicing certificate. Sonia previously served as a Non-Executive Director on the boards of Transport Accident Commission of Victoria and Rural Finance Corporation of Victoria and as Chair of the Board of Rural Finance Corporation from 2009 - 2016. Sonia holds a Bachelor of Laws and Bachelor of Commerce from the University of Melbourne and is a Fellow of the Australian Institute of Company Directors.
Interest in shares and options	45,044 shares
Special responsibilities	None
Other current listed directorships	Non-Executive Director of Virtus Health Limited (ASX:VRT).
Former directorships of listed entities (last 3 years)	None

1. General information (continued)

1.2 Information on directors (continued)

Company Secretary

The following people held the position of Company Secretary at the end of the financial year:

- Mr Martin Cleaver
- Mr Hasaka Martin

Martin was appointed as Company Secretary on 30 August 2017 and also serves as Chief Financial Officer. Martin is a chartered accountant with over twenty years' experience in senior finance roles, including most recently with Chandler Macleod Group Ltd as Executive General Manager, Finance and also as Deputy Chief Financial Officer. Prior to that Martin held senior finance positions at ANZ Banking Group Ltd and KPMG.

Hasaka was appointed as Joint Company Secretary on 19 December 2017. Hasaka is a chartered secretary with over ten years' experience, he holds a Graduate Diploma in Applied Corporate Governance and is a Fellow of both the Governance Institute of Australia and the Institute of Chartered Secretaries and Administrators.

2. Meetings of Directors

The number of meetings of QANTM's Board of Directors (the Board) held during FY20, and number attended by each Director[1] during that period are:

	Directors' Meetings		Audit, Risk and Compliance Committee		People, Remuneration and Culture Committee	
	Attended	Held	Attended	Held	Attended	Held
Mr Richard England	20	20	N/A	N/A	N/A	N/A
Mr Leon Allen	8	8[2]	N/A	N/A	N/A	N/A
Ms Abigail Cheadle	20	20	4	4	6	6
Mr Cameron Judson	20	20	4	4	6	6
Ms Sonia Petering	20	20	4	4	6	6

Notes:

1 Mr Dower did not serve as a Director during FY20, he was appointed as Managing Director with effect from 1 July 2020.

2 Mr Allen attended all 8 Director's meeting held during the period that he served as Managing Director during FY20 (1 July 2019 through 13 January 2020).

3. Principal Activities

QANTM is the owner of a group of leading IP services businesses operating under four key brands, and is a majority shareholder in ipervescence Pty Ltd, an IP business advisory company, as outlined in section 1 of this report.

QANTM's principal operations are in Australia where DCC, FPA and Cotters service both local and international clients in relation to their Australian IP rights, and DCC Law provides legal services. DCC also operates in New Zealand. Asia is a strategic focus, with DCC Asia and FPA Asia opening offices in Singapore in 2015 and 2018 respectively. AFIP is a Malaysian company acquired by QANTM on 2 July 2018, and provides IP services for Malaysian clients as well as regional and other international clients.

QANTM acquired Cotters Patent and Trade Mark Attorneys in May 2020. Apart from this acquisition, and the commencement of operations by ipervescence, there were no significant changes in the nature of the Group's principal activities during the financial year.

4. Operational and financial review[1]

The following provides commentary on the Group's FY20 results.

The Group's total revenue for FY20 was $116.6 million, compared with $112.2 million for the 12 month period ended 30 June 2019 (FY19). Net revenue, after other income and recoverable expenses from Associate Charges, was $94.0 million compared with $90.3 million for FY19. The Group's reported consolidated EBITDA after foreign exchange was $22.2 million compared with $24.0 million EBITDA for FY19. The Group's underlying NPAT was $14.0 million, compared with $14.8 million in FY19.

Net debt as at 30 June 2020 was $17.4 million, compared with $11.1 million as at 30 June 2019. Gearing (net debt/net debt + book equity) at 30 June 2020 was 19.6%. (30 June 2019: 13.6%).

In line with the Company's dividend payment policy, Directors determined a total FY20 dividend payment of 7.1 cents per share, fully franked, made up of an interim dividend of 3.3 cents per share and a final dividend of 3.8 cents per share. The FY19 dividend payment was 8.3 cents, made up of an interim dividend of 3.5 cents and a final dividend of 4.8 cents, fully franked.

The Group's Total Operating Expenses were $70.6 million in FY20, compared with $72.8 million in FY19 (refer below for details of Recoverable Expenses associated with Associate Charges).

Principal operational and business activities during the year included:

- the appointment of Craig Dower as the Company's new chief executive officer, commencing on 13 January 2020. Craig was also be appointed as managing director with effect from 1 July 2020. Leon Allen was the managing director and chief executive officer during the first half of the financial year, but ceased in that role on 13 January 2020. Mr Allen was appointed a non-executive director of the company with effect from 1 July 2020, and will stand for re-election at the company's 2020 Annual General Meeting;
- the delivery of increased value to all stakeholders, undertaken through: COVID-19 scenario planning; a strategy refinement process which includes post COVID-19 opportunities; the commencement of a business transformation program, including a technology modernisation program; continued evaluation and pursuit of strategically and financially appropriate acquisition opportunities and a focus on increased revenue and earnings through business development and geographic expansion;
- the commencement of operations in July 2019 of ipervescence Pty Ltd, an intellectual property advisory business, majority owned by QANTM, providing IP consultancy and locum services;
- the creation of two new executive roles of Chief Transformation Officer, to which Kylie Sprott was appointed, and Head of M&A and Risk, to which Morgan Sloper was appointed;
- continued investment in people and culture, in the areas of health and well-being; flexible work practices; skills and career development; remuneration, rewards, incentives and protecting and enhancing the company's culture;
- continued focus on clients, through the highest quality service; improved systems and processes; greater collaboration; the expansion of service offering (via geography and adjacent services); and a focus on key market development opportunities;
- the promotion of 21 professional staff across the Group, of which 67% were women, with women comprising 80% of promotions into manager roles;
- commencement of the re-alignment of vendor principal remuneration packages, three years after the initial public offering, to reflect market relativities, including a short term incentive scheme and retention payments to incentivise retention for a further period of at least two years, and the involvement of further new principals in an Employee Share Trust, established in 2018 to align principal incentives to the interests of shareholders; and
- the acquisition in May 2020 of Sydney-based IP firm Cotters Patent & Trade Mark Attorneys, effective 22 May 2020. The total purchase consideration of $A5.35m will be paid in instalments over 2 years, with 35% being paid by way of issue of QANTM shares, which will be escrowed until the second anniversary of completion (paid in both initial and deferred instalments).

[1] The Directors believe the use of underlying financial and additional information to the IFRS measures included in the report is relevant and useful in measuring the financial performance of the Group.

4. Operational and financial review (continued)

4.1. Business conditions

Business conditions in FY20 were primarily marked by the following features:

- the patent service offering of DCC, FPA and AFIP recorded another strong performance, with combined service charge revenues increasing by 4.4%. Patents contributed 68% of Group revenue;
- overall QANTM Group patent applications grew 3.1%, with new Australian patent application filings increasing by 0.9%, in the context of an overall Australian patent market decline of 0.6%;
- the third consecutive annual increase in patent application filings market share growth in Australia, with QANTM's market share increasing to 14.2%, compared to 14.0% in the prior year. QANTM Group patent application filings in Asia increased by 25.9% and now represent 13% of Group patent applications;
- QANTM's 2H 20 Group patent applications declined by 7.1% relative to 1H 20. QANTM's 2H 20 Australian patent applications declined, down 3.4% in the context of an overall Australian market application decline of 1.8%. Relative to 2H 19, QANTM's 2H 20 patent applications increased by 0.7%;
- QANTM's Group trade mark service charge revenue increased by 0.6%. . Trade marks contributed 18% of Group revenue. QANTM's total Group trade mark filings were stable year-on-year;
- in Australia, DCC remained the number one practice amongst the top 50 trade mark filers, with an increase in market share from 9.9% to 10.9% year-on-year, despite QANTM's Australian trade mark filings declining by 5.5%, in the context of a marginal increase (0.7%) in the total number of filings by the top 50 filers;
- legal service charges revenue (which includes advisory services provided by AFIP) declined by 3.8% relative to a record 2019 revenue result; and
- Asia region revenues from DCC, FPA and AFIP across patents, trade marks and advisory services increased by 22.7%. Asia now constitutes 6.4% of QANTM's total revenues, and this level is expected to continue to grow. Asia patent applications increased by 25.9%, a favourable indicator for future revenue generation.

COVID-19

In relation to the onset of the COVID-19 virus and potential implications for the QANTM business, the following comments are made:

- to date, the QANTM business entities have not observed a material effect on the flow of work, noting, however, that understanding the course of the pandemic and its short and longer term structural implications for any business sector remains highly problematic;
- the speed and ability of the workforce to adapt to remote working arrangements has meant that client servicing arrangements have continued smoothly;
- there are numerous factors that suggest that intellectual property, and QANTM, may represent a relatively defensive business. IP in all of its manifestations remains the cornerstone of brand, franchise and commercial activity for a range of companies and organisations. The continued protection of these elements through what represents a relatively minor, but strategic expenditure, can be expected to be maintained;
- the diversity of the QANTM portfolio, as to areas of service provision, geography and nature of client businesses and sectors, is also likely to afford some differentiation in terms of client business levels, both favourable and adverse;
- clearly, the flow-on consequences of recessionary economic conditions and the preparedness of organisations to commit to research and development and other forms of investment expenditure, represents a fundamental influence on business activity influencing the IP sector. In this regard, as was evident in other global economic downturns, there can be expected to be an abatement in some areas of activity; and
- medium term, it may be expected that the dislocation caused by COVID-19 may create favourable outcomes for IP-related activity in numerous sectors (pharmaceuticals and health care, consumer services, telecommunications, IT-related sectors), while the need to innovate in how many aspects of everyday life are conducted may also represent an opportunity for the QANTM businesses to work with existing and new clients on IP development.

QANTM's approach is to be flexible and responsive to emerging business conditions. The organisation has adapted to servicing clients remotely and in different ways. This will continue to form part of the business transformation process being undertaken. QANTM has focused on supporting personnel through the pandemic, including accelerating the first phase of a technology modernisation program, as well as the implementation of several health and well-being programs in support of the disruption of usual work practices.

4. Operational and financial review (continued)

4.1 Business conditions (continued)

QANTM has developed scenario plans to assist in matching capacity to workload, if and when this varies in the year ahead. At the same time, appropriate levels of investment in areas central to the delivery of long-term profitable growth will continue. These include: the investment in people and organisational culture, which includes professional development, personal well-being and retention; in business transformation through business processes and systems; and in business and market development, most notably building a greater involvement in the Asian region."

4.2. Financial Results – Key Elements

The main features of the FY20 financial results are provided below:

Underlying results are provided to enable investors to make appropriate comparisons from one year to the next. The underlying results of the QANTM Group for FY20 are adjusted for various items, with a net total of $(0.4) million (2019: $4.1 million) not considered of a recurring nature. These included remuneration-related acquisition costs, business acquisition costs, new business establishment costs and one-off retention costs (totalling $4.5 million) offset by AASB 16 expense add back ($4.9 million). Refer page 35 for a reconciliation of statutory Net Profit After Tax ('NPAT') to underlying NPAT.

Revenue

The Group's total statutory revenue (service charges and associate charges) was $116.6 million (2019: $112.2 million).

Revenues in 2020 includes an initial contribution of $0.2 million by Cotters Patent & Trademark Attorneys, acquired effective 22 May 2020.

Total net revenue of $94.0 million (2019: $91.9 million) included other income of $2.1 million, and is after recoverable expenses from associate charges of $24.7 million.

Services charges increased by 4.4% to $90.3 million (2019: $86.5 million), comprising the following main components:

- Patent services charges (68% of total QANTM services charges) of $62.1 million (2019: $57.9 million);
- Trade mark services charges (18% of QANTM's services charges) of $15.7 million (2019: $15.6 million);
- Legal revenue (14% of QANTM's total) of $12.5 million (2019: $13.0 million); and
- Cotters initial contribution of $0.2 million.

Expenses

Total underlying operating expenses were $71.0 million, a $3.9 million or 5.8% increase from the prior comparative period (2019: $67.1 million). Higher underlying expenditure related to an increase in fee-earner remuneration and performance based incentives expenses, as well as higher corporate costs associated with investment in resources and processes to transform the business, partially offset by lower occupancy, travel and other costs.

4.3. EBITDA and EBITDA Margin

Statutory EBITDA was $22.6 million (2019: $19.9 million). EBITDA margin (on Service Charges) was 25.0% (2019: 23.0%)

Underlying EBITDA, after foreign exchange (FX) was $22.2 million (2019: $24.0 million). The $1.8 million lower EBITDA is in the context of an unfavourable FX movement of $1.6 million year-on-year, as well as higher investment in fee-earner remuneration and business transformation, both of which are expected to be remunerative in future years.

Underlying EBITDA margin (on Service Charges) was 24.6% (2019: 27.7%). EBITDA margin on total revenue was 19.0% (2019: 21.4%).

4. Operational and financial review (continued)

4.4. Depreciation and Amortisation

Depreciation and amortisation in FY20 was $6.8 million compared with $2.3 million in FY19. $4.6 million of the increase in the current year was attributable to the adoption of AASB 16 and the amortisation of the right-of-use asset in the current year.

4.5. Net Profit After Tax

Statutory net profit after tax was $9.4 million (2019: $11.2 million), a 16.1% decrease. Earnings per share was 7.18 cents (2019: 8.42 cents).

Underlying net profit after tax was $14.0 million (2019: $14.8 million), a 5.4% decrease. Refer page 12 for a reconciliation from statutory to underlying NPAT.

4.6. Net Interest and Net Debt

Net interest charges in FY20 were $0.8 million. The Company held total bank facilities of $38.3 million and had $23.6 million drawn as at 30 June 2020 with $6.2 million cash on hand. As at 30 June 2020 the Company had net debt of $17.4 million. Gearing (net debt/net debt + equity) at 30 June 2020 was 19.6 per cent.

4.7. Operating Cash Flow

Cash flow provided by operating activities for the year was $15.0 million (2019: $14.6 million), with a net increase of $0.4 million after investing and financing movements.

4.8. Net Assets

The net assets of the Group have increased by $0.6 million, from $70.6 million at 30 June 2019 to $71.2 million at 30 June 2020. Intangible assets increased by $5.8 million due mainly to the acquisition of Cotters. Assets and liabilities have been impacted by the adoption of AASB16 which has had the effect of increasing assets by $15.8 million and liabilities by $17.9 million. Net debt increased by $6.3 million.

5. Net profit after tax[2]

The reconciliation table below reconciles statutory net profit after tax ('Statutory NPAT') to underlying NPAT:

	Year ended	
	30-Jun-20	**30-Jun-19**
	$'000	**$'000**
Statutory NPAT	**9,377**	**11,206**
add: interest	1,535	961
add: depreciation and amortisation	6,760	2,275
add: tax	4,941	5,507
EBITDA – QANTM Group	**22,613**	**19,949**
add: share based payments (one-off)	26	**33**
add: remuneration related to business acquisition	1,860	3,070
add: new business establishment costs	299	467
add: retention payments	814	-
less: lease payments	(4,857)	-
less: scheme of arrangement break fee	-	(1,600)
add: business acquisition costs	1,402	2,096
Underlying EBITDA – QANTM Group	**22,157**	**24,015**
less: depreciation and amortisation	(6,760)	(2,275)
add: AASB16 amortisation and interest	5,363	-
less: interest	(1,535)	(961)
less: tax	(5,275)	(6,006)
Underlying NPAT - QANTM Group	**13,950**	**14,773**

[2] Represents non-IFRS information and is unaudited.

6. Business model, strategy, priorities and business sustainability risks

6.1. Business model

QANTM, as a leading publicly listed IP company, offers to clients in a range of sectors, services associated with the creation, protection, commercialisation, enforcement and management of IP rights. The services offered are highly specialised and provided through IP services businesses operating under four main brands - Davies Collison Cave ('DCC'), FPA Patent Attorneys ('FPA'), Cotters Patent and Trade Mark Attorneys ('Cotters') and Malaysian company, Advanz Fidelis IP Sdn Bhd ('AFIP').

Key characteristics of QANTM have included the following:

- attractive industry dynamics, for example, historical compound annual growth rates of patent filings typically at or above GDP levels;
- QANTM's largest businesses, DCC and FPA, have traded profitably over long periods and through various economic cycles;
- a business model that generates recurring revenue streams, often over periods of at least 20 years;
- regular invoicing of clients with typically low work-in-progress/working capital;
- generally low capital expenditure;
- associated strong cash flow conversion, enabling the payment of dividends and/or re-investment in opportunities for growth;
- an attractive EBITDA margin structure;
- favourable industry dynamics and growth prospects in developing economies; and
- high barriers to entry associated with the importance of reputable, technically qualified patent attorneys, long term client relationships and information systems for patents and trade mark recording.

6.2. Strategy and priorities

QANTM's strategic focus is based on: attracting and retaining high quality professionals, revenue growth and client retention through offering consistently superior IP services, market and business development activities, including new business services, and, where appropriate, on a strategic and financial basis, merger and acquisition activity. From the foregoing activities, the Group seeks to deliver appropriate shareholder returns.

The main elements of QANTM's strategic focus include:

- focus on revenue growth from the existing business model, via new patent and trade mark applications, prosecution, advisory services and patent and trade mark renewals;
- provision of patent litigation and other services to both domestic and international clients, with business generated from both QANTM's entities as well as outside clients;
- development and expansion of an intellectual property services business in Asia, which has included the acquisition of AFIP in Malaysia, establishing a Singapore office presence for both DCC and FPA, managing clients' Asian portfolios and filings and building a local originating presence drawing upon the firm's technical expertise, as well as by selective professional appointments. QANTM is also continuing to pursue appropriate acquisition opportunities in Asia;
- undertaking a business transformation process, including technology modernisation designed to increase productivity, increase client collaboration, generate competitive advantage and create new revenue streams; as well as a growth and scale component, designed to further expand the Group's footprint in Asia, while evaluating and pursuing merger and acquisition opportunities;
- maintaining and enhancing internal organisational capabilities through: continuing to invest in health and well-being of its employees; further developing learning and development opportunities and re-imagining work practices post-COVID-19 for the purposes of enabling more rewarding careers, creating greater flexibility and 'future-proofing' skills and capabilities; and

6. Business model, strategy, priorities and business sustainability risks (continued)

- building a deeper client engagement through client feedback programs, delivering greater client value through account planning and engagement for the purposes of generating greater value and differentiation, as well as Increased revenues.

Apart from the foregoing, other key business priorities also include:

- managing effectively through potential COVID-19 outcomes;
- undertaking a strategy refinement process, which includes the consideration of post COVID-19 opportunities;
- a business transformation program, including a technology modernisation component;
- the continued evaluation and pursuit of strategically and financially appropriate acquisitions; and
- pursuing increased revenue and earnings through business transformation and geographic expansion.

Given the uncertainty in economic and market conditions, QANTM is not providing market-guidance for the 2021 financial year.

a. Business Sustainability Risks

The operating environment for QANTM entails business risks and opportunities that could have an effect on the financial prospects of the Group. These risks include, but are not restricted to the following:

Competition

The Group operates in sectors that are subject to vigorous competition based on factors including price, responsiveness, service delivery (including increased use of technology), and the ability to provide clients with an appropriate range of IP services. Actions by existing competitors, entry of new competitors, insourcing of IP services by key clients, changing client expectations (including an expansion of fixed price requirements and reduced tolerance for scale charges), encroachment by artificial intelligence alternatives or failure by the Group to meet changing market conditions could adversely impact the Group's competitive position which may result in a decline in service charges and margins of the Group, which may have a material adverse effect on the financial results.

The Group undertakes a number of activities to provide effective client service, develop and enhance client relationships and continue to provide a broad range of IP services.

Regulatory

IP regulation is subject to ongoing change as it endeavours to stay apace with rapid technological advancement. Any material changes to the Australian or international legislation, regulations, treaties or general law in relation to the IP regime has the potential to adversely affect the Group.

This could include any legislative or regulatory changes that have the effect of removing or diminishing the rights and privileges granted exclusively by statute to Australian patent attorneys, or local "address for service" requirements. An example of potential diminution in the role performed by QANTM as a local agent is the proposal currently under consideration to extend the ePCT system for filing international patent applications to the subsequent "national phase" entry stage. It is currently not known when or if the ePCT system will be extended in this way, or if IP Australia would participate in any such extension, however, if implemented, this proposal may have a significant adverse impact on revenue currently derived by QANTM from the national phase entry process step.

6. Business model, strategy, priorities and business sustainability risks (continued)

Further, the majority of patent applications are separately examined in each country or region in which the applications are filed. QANTM derives substantial revenue from the substantive examination process in Australia, New Zealand and other jurisdictions. There is a long-term international trend toward harmonisation of patent examination regimes. Various proposals have been discussed, and in some cases implemented, with the aim of minimising duplication of effort across multiple offices and improving consistency of examination outcomes, subject to variations in local laws. Any harmonisation regime that has the effect of diminishing IP services that QANTM provides in connection with these patent examination processes may have an ambitious impact on revenue and profitability.

The boundaries of patentable subject matter continue to evolve as a result of technological innovation, legislative changes and judicial interpretation. Material changes to the regulatory landscape or the interpretation of the regulatory framework may adversely affect QANTM's revenue by narrowing the scope of patentable subject matter, and hence potentially the number of patent applications filed in particular technical fields.

The Group continually monitors regulatory and legal issues affecting the Group's business and implements any changes to operations necessary to comply.

Attraction, engagement and retention of high performing professionals

The nature of the services provided by the Group are fundamentally based on the intellectual knowledge, industry experience and client knowledge of key professional staff. The Group relies on attracting, engaging and retaining its high performing Principals and professionals to offer a broad skill set to its clients. The loss of key professionals poses a risk to the quality of the Group's service offering and potential revenue generation. There is significant management focus on initiatives to attract, engage, retain and facilitate the career and professional development of key personnel. This includes facilitating professional development through education, courses and involvement in professional associations; promotion of individuals on an annual basis – including to Principal – and where, practicable, role or geographical rotation. Offering a fulfilling work environment and rewarding work, continuing to invest in health and wellbeing programs for employees, and embracing diversity and inclusion through the initiatives outlined in section 1.5 of this Report, and remunerating fairly, including through the revised market-based remuneration arrangements for Principals who accepted fixed remuneration arrangements and no participation in incentive programs for a three year period from QANTM's IPO, as referenced in the Remuneration Report section of QANTM's Annual Report, are key elements of retention and engagement. A process of determining succession planning arrangements for key personnel is a priority. Principals (apart from those Principals who received equity upon QANTM's IPO) also participate in an employee share plan.

Foreign exchange risk

A substantial part of the Group's revenue is generated and expenses incurred in US dollars. An adverse change in the AUD/US dollar exchange rate could adversely impact revenue and earnings, with the financial reports for the Company denominated in Australian dollars.

The Company has in place and utilises foreign currency hedging facilities as part of its bank facilities, which partly mitigates the exposure, and monitors the foreign currency exposures that arise from its foreign currency revenue, expenditure and cash flows.

Cyber Security

QANTM takes cyber security and its potential consequences extremely seriously.

6. Business model, strategy, priorities and business sustainability risks (continued)

QANTM's business is heavily dependent upon computerised technology platforms, including customised electronic case management, document management, file management, client relationship management and reporting systems. If the Group's ICT systems suffer severe damage, disruption or shutdown and the issues are not effectively resolved in a timely manner, then the Group's revenue, financial condition and results of operations may be materially and adversely affected and the Group may breach regulatory requirements. Any failure of the Group's ICT systems may result in the inability to file or prosecute the IP rights of their clients within statutory deadlines. Such a failure could result in the Group's clients forfeiting IP rights to which they would have otherwise been entitled. These events could lead to financial loss for the Group in the event that aggrieved clients initiate legal action against the Group. Depending on the circumstances the Group's insurance may be insufficient to cover some or all of the loss incurred.

The Group relies on software integration, interfaces and communication platforms to manage its businesses in an efficient manner and has comprehensive security arrangements in place to prevent attempted attacks. The application of automation and deeper integration is a key objective and accordingly the management of cyber security risk and continual improvement in system security is a significant priority for management.

There is a residual risk that QANTM's backup protocols, inbuilt redundancies, restoration procedures and data recovery plans may not be adequate to enable timely recovery in all conceivable circumstances, including natural disasters, acts of terrorism or war, failure of utilities, sabotage, including breaches of cyber security and malicious hacking, or system failure due to other causes. A serious breach of privacy caused by a cyber-attack could result in damage to brand reputation, financial loss and permanent loss of revenue. Levels of redundancy and backup are built into IT systems to provide system availability and protection of data.

QANTM is making a significant investment in improved IT systems, including to support simplification and automation of some business processes, primarily to improve efficiency. These improvements will also assist in mitigating cyber security risks. This investment program is overseen by a new executive role of Chief Transformation Officer, to which Kylie Sprott was appointed during FY20.

Acquisitions

The Group's growth strategy involves growth by potential acquisitions of other intellectual property and adjacent businesses and lateral hires of professionals. There are risks of acquisitions or professionals hired not attaining benefits expected, or poor integration into the Group.

QANTM's growth strategy includes a focus on Asia. QANTM operates intellectual property businesses in Malaysia and Singapore, and is exposed to adverse changes in the competitive environment in those markets, and to risks associated with regulatory approaches and changes and operating and economic conditions in those markets.

The Group undertakes extensive due diligence of any potential acquisition target or lateral hire and engages professional experts to advise and assist where necessary. A new executive role of Head of Mergers & Acquisitions and Risk was created during FY20, to which Morgan Sloper was appointed.

COVID 19

COVID 19 has the potential to impact QANTM in two main respects. First, in common with many businesses, there is the potential for impacts on the health and wellbeing of key personnel, impairing their ability to contribute to the Group's business success. This could either be through direct health impacts of infection, or through adverse effects on mental health and wellbeing as a result of the measures mandated by government and through appropriate measures introduced by QANTM in the interests of health and safety to help reduce the rate of infection, such as remote working, with offices being closed or minimally staffed. These risks are managed through a focus on compliance with recommendations and requirements of health authorities, and a focus on the wellbeing of our people, through the adoption of a range of wellbeing and mental health initiatives.

6. Business model, strategy, priorities and business sustainability risks (continued)

Second, while QANTM has not seen a material deterioration in its financial performance during FY20, reduced investment in innovation and intellectual property protection by the Group's clients is possible going forward. QANTM has acted pre-emptively to manage this risk, by focusing on management of QANTM's cost base, including implementing temporary voluntary pay reductions for senior executives and all Principals in FY20. QANTM will continue to monitor closely levels of activity and revenue, and costs, to ensure it is prepared to respond to a material downturn in client activity.

Management maintains a prioritised ranking of such risks and addresses their mitigation and with external advisers where necessary.

For further details on key risks to QANTM's business, and QANTM's approach to risk, please refer to the Group's Corporate Governance Statement at www.qantmip.com.au.

7. Significant changes in state of affairs

Leon Allen retired as Chief Executive Officer and Managing Director of QANTM with effect from 13 January 2020. Craig Dower commenced as CEO of QANTM with effect from13 January 2020, and was also appointed as Managing Director with effect from 1 July 2020.

There were no other significant changes in the state of affairs of the Group during FY20.

8. Remuneration Report (Audited)

The directors present the remuneration report for the year ending 30 June 2020. The information provided in this report has been audited as required by section 300A of the *Corporations Act 2001.*

This remuneration report, which forms part of the directors' report, sets out information about the remuneration of the Group's key management personnel ("KMP") for FY20. KMP refers to those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the Group.

The report has been divided into the following sections:

- Identification of the KMP;
- Role of the People, Remuneration and Culture Committee;
- Non-Executive Director remuneration;
- Executive remuneration framework;
- Relationship between the remuneration policy and Group performance;
- FY20 Executive Incentive Outcomes
- Key terms of KMP employment contracts;
- Remuneration of KMP; and
- KMP equity holdings.

Key Management Personnel

The directors and other KMP of the Group during, or since the end of FY20, were as set out below. During FY20, the People, Remuneration and Culture Committee ("PRCC"), a committee of the board, reviewed the definition of KMP under the relevant accounting standard in light of delegations of authority introduced with respect to the management of the Company during FY20 and with effect from 13 February 2020, resolved that, in addition to the non-executive directors, the Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") are the executive officers who comprise KMP. Disclosures with respect to other KMP are made with respect to the period 1 July 2019 to 13 February 2020 unless otherwise specified.

8. Remuneration Report (Audited) (continued)

Non-Executive Director	Position
Mr Richard England	Non-Executive Chairman
Ms Abigail Cheadle	Non-Executive Director
Mr Cameron Judson	Non-Executive Director
Ms Sonia Petering	Non-Executive Director

Executive Director	Position
Mr Leon Allen	Managing Director and Chief Executive Officer (CEO) (Resigned 13 January 2020)

Executive Officers	Position
Craig Dower	Chief Executive Officer (CEO) (Appointed 13 January 2020)
Mr Martin Cleaver	Chief Financial Officer (CFO) and Company Secretary
Mr James Cherry	FPA Managing Principal
Mr Jern Ern Chuah	CEO Advanz Fidelis IP Sdn Bhd
Mr Michael Wolnizer	DCC Group Managing Principal
Mr David Webber	DCC Patents Managing Principal
Mr Adam Sears	DCC Trade Marks Managing Principal
Mr Christopher Jordan	DCC Law Managing Principal

The KMP named held their respective positions for the whole of the financial year, with the exception of Mr Leon Allen and Mr Craig Dower. Mr Allen retired from his position of Managing Director and Chief Executive Officer with effect from 13 January 2020, and was appointed as a Non-Executive Director of QANTM with effect from 1 July 2020. Mr Dower joined QANTM as Chief Executive Officer on 13 January 2020, and also as Managing Director of QANTM Group with effect from 1 July 2020. Messrs Cherry, Chuah, Wolnizer, Webber, Sears and Jordan were KMP from 1 July 2019 to 13 February 2020.

Role of the People, Remuneration and Culture Committee

The PRCC operates in accordance with a charter approved by the board. The PRCC is comprised of independent, non-executive directors, and assists and advises the board on remuneration policies and practices for non-executive and executive directors, the CEO, the CFO, other senior executives and the Group generally.

The objective of the PRCC is to help the board fulfil its statutory, fiduciary and regulatory responsibilities and achieve its objectives so that the Company:

- has a board possessing an appropriate range of skills, experience and expertise to discharge effectively its responsibilities and duties;
- has in place and operates in accordance with coherent remuneration policies and practices to attract and retain executives and directors who will create value for shareholders;
- fairly and responsibly rewards executives having regard to the performance of the Group, the performance of the executives and the general external pay environment; and
- maintains a culture which supports high standards of corporate governance and ethical conduct for the Group.

The terms of the PRCC charter are published on the Company's website.

The PRCC engaged HRascent as a remuneration consultant during FY20. HRascent made remuneration recommendations with respect to the detailed terms for issue of performance rights to the CEO, the design and terms of a CEO short-term incentive program for FY20, benchmarking of senior executive remuneration and design of a long-term incentive plan for senior executives including the CFO (but not the CEO). HRascent received $33,000 in fees for the provision of these remuneration recommendations. The board is satisfied that the remuneration recommendations were made free from undue influence by the member or members of the KMP to whom the recommendations relate, on the basis that selection of HRascent as the remuneration consultant was made on the recommendation of the Chair of the PRCC, each engagement was approved in advance by the PRCC, the reports containing the remuneration recommendations were addressed and sent to the Chair of the PRCC and/or the Chair of the QANTM board, and the KMP to whom the recommendations relate were not present during the PRCC sessions at which the remuneration recommendations were discussed and at which relevant decisions were made, and had no input into relevant discussions and decision-making.

8. Remuneration Report (Audited) (continued)

Non-Executive Director's Remuneration

Under the QANTM Constitution, the total amount of fees paid to all directors for their services (excluding for these purposes, the salary of an executive director) must not in any financial year exceed in aggregate $850,000 or such higher maximum amount as is determined from time to time by the shareholders of the Company in general meeting. There has been no change in this aggregate fee limit during FY20. There is no performance remuneration for non-executive directors. The annual fees increased by 2% with effect from 1 September 2019, and the current annual fees are:

Chairman:	$204,000
Non-Executive Director:	$122,400 (including Committee fees)

During FY20, in response to the COVID-19 pandemic, the directors resolved to decrease service fees for non-executive directors by 10% for a period of 6 months commencing from 1 May 2020.

Directors may also be reimbursed for expenses reasonably incurred in attending to the Company's affairs. Non-executive directors may be paid such additional or special remuneration as the directors decide is appropriate where a director performs extra work or services outside their capacity as a director of the Company or a subsidiary. There are no retirement benefit schemes for directors, other than statutory superannuation contributions.

Details of non-executive director fees, inclusive of committee fees and superannuation, are summarised in the *Remuneration of KMP* table in this report.

Each of the non-executive directors holds shares in the Company, providing a direct alignment of interests with the performance of the QANTM business, and the interests of other shareholders. As of 2 August 2019, the Board has adopted a requirement that each non-executive director must hold (or have a benefit in) shares in the Company equivalent to at least one year's base fees for that director. Subject to any restrictions on dealing under the terms of the Company's Securities Dealing Policy, such holdings must be acquired over three years from 30 August 2019 (for existing non-executive directors) or from the date on which a director joins the board (for other non-executive directors).

Executive Remuneration Framework

Messrs Allen, Cherry, Wolnizer, Webber, Sears and Jordan were partners in the pre-IPO entities whose businesses were acquired in connection with QANTM's IPO, and have substantial equity ownership in the Company. This provides strong alignment between the interests of these KMP executives and other shareholders' interests. These executive KMP did not participate in short or long-term incentive plans for the initial three year period post-IPO, accepted a two-year restriction on trading their IPO share allocations and agreed in their initial employment contracts with the Group to remain employed by the Group for at least a three year period, expiring 31 August 2019.

These executives possess skills critical to the Company and a new remuneration package was agreed to align their remuneration beyond 31 August 2019 with market practice. For the year commencing 1 September 2019, these executive KMP received a retention payment of $52,000 in consideration for an agreement to remain as employees of the relevant QANTM operating subsidiaries for a further minimum period of two years, and an increase in total fixed remuneration to $348,000/annum (inclusive of superannuation). For the year commencing 1 September 2020, their total fixed remuneration will increase to $400,000/annum (inclusive of superannuation). They also participated for FY20 and will participate in FY21, in a short term incentive program providing them with an opportunity to earn a bonus of up to approximately 36% per cent of their fixed remuneration, based on performance of the Group and relevant subsidiaries, and achievement of personal performance objectives. Mr Cherry has worked on a part-time basis, four days per week, from 1 July 2019 and in respect of Mr Cherry, the total fixed remuneration specified above will be reduced on a pro rata basis.

In light of the COVID-19 pandemic, the CEO and the CFO agreed to voluntary 10% salary reductions for a 6 month period commencing in May 2020. Messrs Cherry, Wolnizer, Sears, Jordan and Webber also agreed to voluntary salary reductions for a period of 4 months commencing in May 2020. Mr Chuah has also voluntarily assumed a pay reduction, which has varied between 5% - 10%, commencing in April 2020 and continuing to the date of this report, in combination with a temporary reduction of working hours.

8. Remuneration Report (Audited) (continued)

Total Fixed Remuneration (TFR)

Executive KMP receive TFR which includes base pay and superannuation, as well as other benefits such as annual leave and long service leave.

Mr Dower commenced as CEO on 13 January 2020 on total fixed remuneration of $650,000 per annum, equal to his predecessor as CEO, Mr Allen. The total fixed remuneration of the CFO, Mr Cleaver, increased to $360,000 per annum, inclusive of superannuation, with effect from 1 July 2019.

Short Term Incentive (STI) Plan – FY20

During FY20, Messrs Dower, Cleaver, Wolnizer, Cherry, Jordan, Webber and Sears participated in an STI plan in accordance with the terms of their employment contracts.

STI results for the financial year are based on achieving Key Performance Indicators (KPIs) approved by the Board. All will again participate in an STI plan in accordance with their employment contracts with respect to FY21.

Mr Allen and Mr Chuah did not participate in an STI plan for FY20.

Long Term Incentive (LTI) Plan – FY20

In accordance with the terms of his employment contract, and as announced to the ASX on 23 June 2020, in FY20 Mr Dower received an allocation of 295,050 performance rights. These will vest in three tranches, on the business day after announcement of QANTM's half-year financial results in February 2021 (20%), 2022 (30%) and 2023 (50%) respectively. Vesting is subject to reasonable satisfaction of performance conditions to be determined by the board and subject to the terms of the QANTM Employee Incentive Plan established at QANTM's IPO in 2016 and re-approved by shareholders at QANTM's 2019 Annual General Meeting (the ***Employee Incentive Plan***).

No other executive KMP participated in an LTI Plan in FY20.

Relationship between the Remuneration Policy and Group Performance

The following table sets out certain key performance measures since the Group was listed in 2016. This table reflects the effect of AASB 16 from 1 July 2019:

Financial Year	Revenue $'000s	EBIT $'000s	NPAT $'000s	Dividends per share cents	EPS cents	EPS % change (year on year)	Share price 30 June $
2017	99,520	11,018	7,180	8.9	5.40	-	$1.27
2018	101,716	14,817	9,513	7.1	7.16	33%	$1.05
2019	112,170	17,674	11,206	8.3	8.42	18%	$1.42
2020	116,568	15,853	9,377	7.1	7.18	-15%	$1.18

FY20 Executive Incentive Outcomes

Short Term Incentive (STI) Plan – Executive KMP

With respect to Mr Dower, the board approved an STI payment of $81,250 with respect to performance in FY20. The following table provides details of the proportion of the STI that vested:

STI Opportunity	% Achieved	% Forfeited
25% of TFR	12.5%	12.5%

8. Remuneration Report (Audited) (continued)

FY20 Executive Incentive Outcomes (continued)

Mr Dower's STI payment was based on a combination of Company performance and achievement of individual KPIs based on financial outcomes and strategic initiatives. Although certain targets with respect to financial performance of the Company were not achieved, the board exercised a discretion to award 50% of the potential STI given the resilient financial performance of the Company through the COVID 19 pandemic. The maximum STI opportunity under his employment agreement (50% of TFR) was reduced to 25% to reflect commencement of employment mid-FY20.

With respect to Mr Cleaver, the board approved an STI payment of $36,000. The following table provides details of the proportion of the STI that vested:

STI Opportunity	% Achieved	% Forfeited
20% of TFR	10% of TFR	10% of TFR

Mr Cleaver's STI payment was based on a combination of Company performance and achievement of individual KPIs based on financial outcomes and strategic initiatives.

With respect to Messrs, Wolnizer, Cherry, Jordan, Webber and Sears, the following STI payments were approved:

Name	STI Opportunity	% Achieved	% Forfeited
Mr James Cherry	35% of TFR	22%	13%
Mr Michael Wolnizer	35% of TFR	16%	19%
Mr David Webber	35% of TFR	10%	25%
Mr Adam Sears	35% of TFR	10%	25%
Mr Christopher Jordan	35% of TFR	10%	25%

These payments for Messrs Wolnizer, Cherry, Jordan, Webber and Sears were based on a combination of financial targets for the Company, and the individual businesses in which they work (FPA Patent Attorneys for Mr Cherry and Davies Collison Cave for Messrs, Wolnizer, Jordan, Webber and Sears), as well as individual KPIs with both financial and behavioural and leadership components.

Long Term Incentive (LTI) Plan

Apart from Mr Dower, who received an allocation of performance rights as detailed above, no other KMP received any benefits under an LTI plan in FY20.

8. Remuneration Report (Audited) (continued)

FY20 Executive Incentive Outcomes (continued)

Executive Remuneration Mix

The relative proportions of executive KMP remuneration received that are linked to performance are set out below:

	Fixed remuneration		Remuneration linked to performance	
	2020	**2019**	**2020**	**2019**
Executive Director				
Mr Leon Allen	100%	100%	0%	0%
Mr Craig Dower	78%	-	22%	-
Executive Officers				
Mr Martin Cleaver	91%	83%	9%	17%
Mr James Cherry	76%	100%	24%	0%
Mr Michael Wolnizer	85%	100%	15%	0%
Mr Jern Ern Chuah	100%	100%	0%	0%
Mr David Webber	90%	100%	10%	0%
Mr Adam Sears	90%	100%	10%	0%
Mr Christopher Jordan	91%	100%	9%	0%

Key terms of Employment Contracts

The key provisions of executive KMP employment contracts relating to remuneration are outlined below:

	Term	Base salary (excluding superannuation)	Notice period
Executive Director			
Mr Leon Allen	Minimum term of 3 years (31 Aug 2016 – 31 Aug 2019), retired with effect from 13 January 2020.	$628,997	6 months
Mr Craig Dower	Commenced 13 January 2020, no minimum term	$628,997	6 months
Executive Officers			
Mr Martin Cleaver	Commenced 30 August 2017, no minimum term	$338,997	6 months
Mr James Cherry	2 years (31 Aug 2019 – 31 Aug 2021)	$257,397[1]	6 months
Mr Michael Wolnizer	2 years (31 Aug 2019 – 31 Aug 2021)	$326,997[2]	6 months
Mr Jern Ern Chuah	3 years (1 July 2018 – 30 June 2021)	$179,520[3]	6 months
Mr David Webber	2 years (31 Aug 2019 – 31 Aug 2021)	$326,997[4]	6 months
Mr Adam Sears	2 years (31 Aug 2019 – 31 Aug 2021)	$326,997[5]	6 months
Mr Christopher Jordan	2 years (31 Aug 2019 – 31 Aug 2021)	$326,997[6]	6 months

[1] With effect from 1 September 2019
[2] With effect from 1 September 2019
[3] With effect from 1 January 2020, exchange rate RM to AUD of 0.352
[4] With effect from 1 September 2019
[5] With effect from 1 September 2019
[6] With effect from 1 September 2019

8. Remuneration Report (Audited) (continued)

Remuneration of KMP[1]

	FY	Salary and fees $	Cash bonus $	Non-Monetary[2] $	Other $	Superannuation $	Long Service and other Leave $	Share based payments $	Total $
Non-Executive Directors									
Mr Richard England	**2020**	**200,000**	**-**	**-**	**-**	**-**	**-**	**-**	**200,000**
	2019	193,333	-	-	-	-	-	-	193,333
Ms Abigail Cheadle	**2020**	**120,000**	**-**	**-**	**-**	**-**	**-**	**-**	**120,000**
	2019	116,000	-	-	-	-	-	-	116,000
Mr Cameron Judson	**2020**	**120,000**	**-**	**-**	**-**	**-**	**-**	**-**	**120,000**
	2019	116,000	-	-	-	-	-	-	116,000
Ms Sonia Petering	**2020**	**120,000**	**-**	**-**	**-**	**-**	**-**	**-**	**120,000**
	2019	116,000	-	-	-	-	-	-	116,000
Executive Directors									
Mr Leon Allen	**2020**	**358,312**	**-**	**4,407**	**198,937[3]**	**14,641**	**-**	**-**	**576,297**
	2019	550,133	-	11,472	-	20,531	80,041	-	662,177
Mr Craig Dower	**2020**	**274,891**	**73,531**	**3,800**	**-**	**18,220**	**4,884**	**90,042[4]**	**465,368**
	2019	-	-	-	-	-	-	-	-
Executive Officers									
Mr Martin Cleaver	**2020**	**331,537**	**32,580**		**54,533[5]**	**27,733**	**6,692**	**-**	**453,076**
	2019	305,469	59,543	-	108,667[5]	20,531	5,117	-	499,327
Mr James Cherry	**2020**	**141,703**	**43,472**	**5,104**	**10,785[6]**	**14,194**	**6,910**	**-**	**222,168**
	2019	238,776	-	14,728	-	20,531	4,387	-	278,422
Mr Michael Wolnizer	**2020**	**191,444**	**31,172**	**5,104**	**10,785[6]**	**14,194**	**7,520**	**-**	**260,218**
	2019	238,212	-	11,472	-	19,544	5,933	-	275,161
Mr Jern Ern Chuah	**2020**	**54,299**	**-**	**203**	**1,870,563[7]**	**5,989**	**-**	**-**	**1,931,055**
	2019	51,874	-	1,574	3,067,000[7]	18,420	-	-	3,138,868

8. Remuneration Report (Audited) (continued)

Remuneration of KMP (continued)

Remuneration of KMP[1]

	FY	Salary and fees $	Cash bonus $	Non-Monetary[2] $	Other $	Superannuation $	Long Service and other Leave $	Share based payments $	Total $
Mr David Webber	**2020**	**181,967**	**19,915**	**5,104**	**10,785[6]**	**14,194**	**7,520**	**-**	**239.485**
	2019	237,999	-	11,472	-	20,642	7,289	-	277,402
Mr Adam Sears	**2020**	**192,171**	**19,915**	**5,104**	**10,785[6]**	**14,194**	**7,520**	**-**	**249,688**
	2019	238,000	-	11,472	-	20,426	4,842	-	274,740
Mr Christopher Jordan	**2020**	**197,699**	**19,915**	**5,104**	**10,785[6]**	**14,194**	**9,383**	**-**	**257,079**
	2019	233,744	-	11,472	-	24,363	5,108	-	274,687

8. Remuneration Report (Audited) (continued)

Remuneration of KMP (continued)

Explanatory notes to the table on the preceding page:

1. On an accruals, rather than cash, basis.
2. Relates to car parking, and, for Mr Chuah only, medical insurance.
3. Mr Allen waived his right to continue to be paid his salary during a 6 month post-employment restraint period. Mr Allen received a $135,578 payment in lieu of approximately 11 weeks' of his entitlement to 6 months' notice of termination, and $63,360 for consulting services provided after cessation of employment, including with respect to merger and acquisition activity.
4. Mr Dower received an allocation of 295,050 performance rights, as detailed above in the section headed *Long Term Incentive (LTI) Plan – FY20*.
5. Mr Cleaver was offered the opportunity to participate in a retention plan in October 2018, to secure his ongoing service while QANTM was negotiating two potential alternative merger transactions, with IPH Limited and Xenith IP Group Ltd. Mr Cleaver received a cash payment of $163,200 in October 2019 pursuant to that retention plan. An accrual of $108,667 was made as at 30 June 2019.
6. Messrs Cherry, Wolnizer, Webber, Jordan and Sears each received a $52,000 retention payment to secure their services for a two year period commencing on 1 September 2019.
7. Mr Chuah received $3,067,000 in FY19 and $1,860,000 in FY20 as deferred purchase price instalments in connection with QANTM's 2018 acquisition of Advanz Fidelis IP Sdn Bhd.

No KMP appointed during the period received a payment as part of their consideration for agreeing to hold the position.

Bonuses and share-based payments granted as compensation for FY20

Cash bonuses

The table above notes the cash bonuses awarded to KMP with respect to performance in FY20. In October 2018, Mr Cleaver was also offered the opportunity to participate in a retention plan, to secure his ongoing service while QANTM was negotiating two potential alternative merger transactions, with IPH Limited and Xenith IP Group Ltd. Mr Cleaver received a cash retention payment equal to $163,200 in October 2019, having satisfied conditions including that he remained employed and had not given notice of termination of employment as at that date.

Employee retention rights plan

The Company has in previous years had in place a retention rights plan to assist with the retention of KMP who are not associated with the pre-IPO owners, which involved the issue of retention rights capable of conversion into a fully paid share after a two-year vesting period. At the end of FY20, there were no current KMP participants in the retention rights plan.

During FY20, apart from the performance rights granted to the CEO, there were no share-based payments granted as compensation to KMPs and no performance share rights held by KMP were exercised or forfeited, or expired.

8. Remuneration Report (Audited) (continued)

KMP equity holdings

The number of shares in the Company held at the beginning and end of FY20 by each director and KMP (including shares held by a close member of the family of that person or an entity over which the person or a family member has, either directly or indirectly, control, joint control or significant influence) are set out below.

Name	Balance at 1 July 2019 Number of ordinary shares	Granted as compensation during the year Number of ordinary shares	Received on exercise of rights during the year Number or ordinary shares	Other changes during the year Number of ordinary shares	Balance at 30 June 2020 Number of ordinary shares
Mr Richard England	135,134	-	-	-	135,134
Ms Abigail Cheadle	45,045	-	-	-	45,045
Mr Cameron Judson	45,044	-	-	-	45,044
Ms Sonia Petering	45,044	-	-	-	45,044
Mr Leon Allen	2,037,227	-	-	-	2,037,227
Mr Craig Dower	0	-	-	-	0
Mr Martin Cleaver	6,000	-	-	-	6,000[2]
Mr James Cherry	2,034,356	-	-	(255,510)	1,778,846[2]
Mr Michael Wolnizer	2,045,928	-	-	-	2,045,928[2]
Mr Jern Chuah	273,612	-	-	-	273,612[2]
Mr David Webber	2,046,236	-	-	-	2,046,236[2]
Mr Adam Sears	2,061,693	-	-	-	2,061,693[2]
Mr Christopher Jordan[1]	2,047,226	-	-	-	2,047,226[2]

Explanatory notes to the table above:

1 Mr Dower received an allocation of 295,050 performance rights, which are subject to vesting conditions as detailed above in the section headed *Long Term Incentive (LTI) Plan – FY20*.

2 These were also the numbers of ordinary shares held when these executives ceased as KMP with effect from 13 February 2020.

9. Dividends paid or recommended

The following dividends were paid or declared during the period:

A final fully franked ordinary dividend of 4.8 cents per share was paid on 3 October 2019: $ 6,386,000.

An interim fully franked ordinary dividend of 3.3 cents per share was paid on 26 March 2020: $ 4.391,000.

In respect of the year ended 30 June 2020, the directors resolved to approve a fully franked final dividend of 3.8 cents per share. The record date will be 3 September 2020 and the dividend is scheduled to be paid on 1 October 2020. As such the dividend has not been included as a liability in these financial statements. The total dividend to be paid is $5.1 million (2019: $6.4 million).

10. Events after the reporting date

No matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

11. Future developments and results

A summary of the business strategy, results outlook and priorities is provided at item 6 of this Directors report.

12. Environmental issues

The Group's operations are not regulated by any significant environmental regulations under a law of the Commonwealth or of a state or territory of Australia.

13. Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all of those proceedings.

14. Rounding of amounts

The Company has applied the relief available to it under *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*. Accordingly, amounts in the financial statements have been rounded off to the nearest thousand dollars, or in certain cases, the nearest dollar.

15. Indemnification and insurance of officers and auditors

During the financial year, the Company paid a premium in respect of a contract insuring the directors of the Company, the Company secretaries and all executive officers of the Company and of any related body corporate against a liability that could be incurred as such a director, secretary or executive officer to the extent permitted by the *Corporations Act 2001*.

The directors have not included details of the nature of the liabilities covered or the amount of the premium paid in respect of the directors' and officers' liability and legal expenses insurance contracts as such disclosure is prohibited under the terms of the contract.

The Company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Company or of any related body corporate against a liability incurred as such an officer or auditor.

16. Non-audit services

There were no amounts paid or payable to the auditor for non-audit services provided during the financial year.

17. Auditor's independence declaration

The auditor's independence declaration, in accordance with section 307C of the *Corporations Act 2001* for the year ended 30 June 2020, has been received and can be found on page 52 of the financial report.

18. Corporate Governance

The board and management of QANTM are committed to conducting the Group's business in an ethical manner and in accordance with the highest standards of corporate governance. The Company has adopted and has substantially complied with the ASX Corporate Governance Principles and Recommendations (Third Edition) (the Recommendations) to the extent appropriate to the size and nature of the Group's operations.

The Company has prepared a statement which sets out the corporate governance practices that were in operation throughout the financial year for the Company, identifies any Recommendations that have not been followed and provides reasons for not following such Recommendations (Corporate Governance Statement).

The Corporate Governance Statement approved by the board will be lodged together with an Appendix 4G at the same time or prior to the lodgement of the Company's Annual Report with the ASX.

This directors' report, incorporating the remuneration report, is signed in accordance with a resolution of the Board of Directors.

Richard England

Chairman: ....
Richard England

Dated this 27th day of August 2020

AUDITOR'S INDEPENDENCE DECLARATION

Deloitte.

Deloitte Touche Tohmatsu
ABN 74 490 121 060

477 Collins Street
Melbourne VIC 3000
Australia

Tel: +61 3 9671 7000
www.deloitte.com.au

The Board of Directors
QANTM Intellectual Property Limited
Level 15, 1 Nicholson Street
MELBOURNE VIC 3000

27 August 2020

Dear Board Members

Auditor's Independence Declaration to QANTM Intellectual Property Limited

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of QANTM Intellectual Property Limited.

As lead audit partner for the audit of the financial report of QANTM Intellectual Property Limited for the financial year ended 30 June 2020, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

Yours sincerely

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Chris Biermann
Partner
Chartered Accountant

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2020

	Note	2020 $'000	2019 $'000
Service Charges		**90,275**	86,504
Associate Charges		**26,293**	25,666
Total Revenue from Contracts with Customers	3(a)	**116,568**	112,170
Other income	3(b)	**2,116**	4,465
Employee benefits expenses:			
- ordinary		**(54,242)**	(49,053)
- related to business acquisition		**(1,860)**	(3,070)
Recoverable expenses		**(24,660)**	(23,891)
Occupancy expenses	4	**(2,040)**	(6,874)
Business acquisition expenses		**(1,402)**	(2,096)
Other expenses	4	**(11,867)**	(11,702)
Earnings before depreciation and amortisation, finance costs and income tax		**22,613**	19,949
Depreciation and amortisation		**(6,760)**	(2,275)
Earnings before finance costs and income tax		**15,853**	17,674
Finance costs		**(1,535)**	(961)
Profit before income tax		**14,318**	16,713
Income tax expense	5	**(4,941)**	(5,507)
Net profit for the year		**9,377**	11,206
Other comprehensive income/(loss), net of income tax			
Exchange differences on translating foreign operations		**(103)**	-
Total comprehensive income for the year		**9,274**	11,206
Net profit attributable to:			
Members of the parent entity		**9,563**	11,206
Non-controlling interests		**(186)**	
		9,377	11,206
Total comprehensive income attributable to:			
Members of the parent entity		**9,460**	11,206
Non-controlling interests		**(186)**	-
		9,274	11,206
Earnings per share			
Basic earnings per share (cents)	21	**7.18**	8.42
Diluted earnings per share (cents)	21	**7.17**	8.42

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2020

	Note	2020 $'000	2019 $'000
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	6	**6,163**	1,181
Trade and other receivables	7	**33,724**	31,992
Other assets	8	**1,717**	1,489
Total current assets		**41,604**	34,662
NON-CURRENT ASSETS			
Property, plant and equipment	9	**2,404**	2,530
Right-of-use assets	10	**15,772**	-
Intangible assets	11	**75,666**	69,851
Total non-current assets		**93,842**	72,381
TOTAL ASSETS		**135,446**	107,043
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	12	**11,217**	9,537
Provisions	13	**6,510**	8,038
Borrowings	14	**2,447**	133
Lease liability	15	**4,306**	-
Other financial liabilities	16	**690**	39
Current income tax liabilities		**990**	2,340
Total current liabilities		**26,160**	20,087
NON-CURRENT LIABILITIES			
Provisions	13	**289**	3,073
Borrowings	14	**21,121**	12,187
Lease liability	15	**13,634**	-
Other financial liabilities	16	**575**	-
Deferred tax liabilities	17	**2,473**	1,115
Total non-current liabilities		**38,092**	16,375
TOTAL LIABILITIES		**64,252**	36,462
NET ASSETS		**71,194**	70,581
EQUITY			
Issued capital	18	**295,510**	294,075
Reserves	19	**(222,278)**	(222,856)
Non-controlling interest		**(186)**	-
Accumulated losses		**(1,852)**	(638)
TOTAL EQUITY		**71,194**	70,581

The accompanying notes form part of these financial statements.

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

2019

	Issued Capital	Reorganisation Reserve	Acquisition Reserve	Share Based Payment Reserve	Foreign Currency Translation Reserve	Non-Controlling Interest	Accumulated Losses	Total
	$'000	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Balance at 1 July 2018	293,798	(222,856)	-	244	-	-	(1,466)	69,720
Profit attributable to members of the parent entity	-	-	-	-	-	-	11,206	11,206
Other comprehensive income for the period	-	-	-	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-	-	-	11,206	11,206
Transactions with owners in their capacity as owners								
Employee share schemes	-	-	-	33	-	-	-	33
Dividends paid	-	-	-	-	-	-	(10,378)	(10,378)
Transfer from share based payment reserve on exercise of retention rights	277	-	-	(277)	-	-	-	-
Balance at 30 June 2019	294,075	(222,856)	-	-	-	-	(638)	70,581

2020

	Issued Capital	Reorganisation Reserve	Acquisition Reserve	Share Based Payment Reserve	Foreign Currency Translation Reserve	Non-Controlling Interest	Accumulated Losses	Total
	$'000	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Balance at 1 July 2019	**294,075**	**(222,856)**		**-**	**-**	**-**	**(638)**	**70,581**
Profit for the year	-	-	-	-	-	(186)	9,563	**9,377**
Other comprehensive income	-	-	-	-	(103)	-	-	(103)
Total comprehensive income for the period	-	-	-	-	(103)	(186)	9,563	9,274
Transactions with owners in their capacity as owners								
Shares issued during the year	1,435	-	-	-	-	-	-	1,435
Deferred share consideration for Cotters Acquisition	-	-	655	-	-	-	-	655
Dividends paid	-	-	-	-	-	-	(10,777)	(10,777)
Share based payment	-	-	-	26	-	-	-	26
Balance at 30 June 2020	**295,510**	**(222,856)**	**655**	**26**	**(103)**	**(186)**	**(1,852)**	**71,194**

The accompanying notes form part of these financial statements.

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

	Note	2020 $'000	2019 $'000
CASH FLOWS FROM OPERATING ACTIVITIES:			
Receipts from customers		**122,237**	117,195
Scheme break free		**-**	1,600
Payments to suppliers and employees		**(97,319)**	(93,319)
Business acquisition related remuneration		**(2,811)**	(2,072)
Interest and costs of finance paid		**(769)**	(961)
Income tax paid		**(6,254)**	(7,802)
Net cash generated from operating activities	32(a)	**15,084**	14,641
CASH FLOWS FROM INVESTING ACTIVITIES:			
Payments for purchase of property, plant and equipment	9	**(1,065)**	(649)
Purchase of intangible assets	11	**(128)**	(1,131)
Payments to acquire investments	27	**(2,665)**	(3,050)
Business acquisition related costs		**(1,402)**	(2,096)
Net cash used in investing activities		**(5,260)**	(6,926)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from bank borrowings		**19,248**	18,072
Repayment of bank borrowings		**(8,000)**	(17,227)
Payment of lease liabilities		**(5,347)**	-
Dividends paid		**(10,777)**	(10,378)
Net cash used in financing activities	32(b)	**(4,876)**	(9,533)
Net increase/(decrease) in cash and cash equivalents		**4,948**	(1,818)
Effects of exchange rate changes on the balance of cash held in foreign currencies		**(34)**	(94)
Cash and cash equivalents at beginning of year		**1,181**	3,093
Cash and cash equivalents at end of year	6	**6,163**	1,181

The accompanying notes form part of these financial statements.

1 Statement of Significant Accounting Policies (continued)

General Information

The financial statements cover QANTM Intellectual Property Limited as a Group, consisting of QANTM Intellectual Property Limited and the entities it controlled at the end of, or during, the year.

QANTM Intellectual Property Limited is a listed public company limited by shares, incorporated and domiciled in Australia. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

Statement of Compliance

These financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001*, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board (IASB).

A description of the nature of the Group's operations and its principal activities are included in the Directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on the same date as the Director's report.

Basis of Preparation

The financial statements have been prepared on an accruals and historical cost basis except for certain financial instruments that are measured at revalued amounts or fair values, as explained in the accounting policies below. Historical cost is generally based on the fair values of the consideration given in exchange for assets. The financial statements are presented in Australian dollars (unless otherwise noted), which is QANTM's functional and presentation currency.

New Standards Adopted as at 1 July 2019

AASB 16 Leases

This note describes the nature and effect of the adoption of AASB 16 *Leases* on the Group's financial statements and discloses the new accounting policies that have been applied from 1 July 2019, where they are different to those applied in prior periods.

The Group has elected to apply the modified retrospective approach to its lease contracts. For these leases, which were classified as operating leases under AASB 117 *Leases*, the Group has recognised right-of-use assets and lease liabilities as at the transition date (1 July 2019). In determining the fair value of the remaining lease payments at the date of transition, the Group used the incremental borrowing rate. The weighted average incremental borrowing rate applied to the lease liabilities on 1 July 2019 was 4%. Comparative information has not been restated.

At inception of a contract, the Group assesses if the contract contains a lease. If there is a lease present, a right-of-use asset and a corresponding lease liability are recognised by the Group where the Group is a lessee. However, all contracts that are classified as short-term leases (i.e. a lease with a remaining lease term of 12 months or less) and leases of low-value assets are recognised as an operating expenses on a straight-line basis over the term of the lease.

1 Statement of Significant Accounting Policies (continued)

New Standards Adopted as at 1 July 2019 (continued)

AASB 16 Leases (continued)

The following table shows the operating lease commitments disclosed in applying AASB 117 *Leases* at 30 June 2019, discounted using the incremental borrowing rate at the date of initial application of the lease liabilities recognised in the condensed consolidated statement of financial position at the date of initial application:

	$'000
Gross operating lease commitments at 30 June 2019	**28,377**
Less lease incentives at 30 June 2019	(2,473)
Less short-term and low value assets	(30)
Less the effect of discounting the lease commitments at 30 June 2019	(4,358)
Add finance lease liabilities recognised under AASB 117 on 30 June 2019	248
Lease liabilities recognised at 1 July 2019	**21,764**

Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

(a) Group Reorganisation Reserve

The reserve relates to transactions that have historically been accounted for as a group reorganisation of entities under common control (Davies Collison Cave Pty Ltd, Davies Collison Law Pty Ltd and Davies Collison Cave Asia Pte Ltd) at predecessor carrying value. The assets and liabilities of these entities have not been remeasured at fair value, nor has any goodwill arisen. The difference between the fair value of consideration given and the carrying values of the assets and liabilities acquired by QANTM Intellectual Property Limited has been recognised within equity as part of the "Group Reorganisation Reserve".

(b) Principles of Consolidation

The consolidated financial statements incorporate all the assets, liabilities and results of the parent QANTM Intellectual Property Limited and all of the subsidiaries. Subsidiaries are entities the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and can affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 26.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

Equity interests in a subsidiary not attributable, directly or indirectly, to the Group are presented as “non-controlling interests”. The Group initially recognises non-controlling interests that are present ownership interests in subsidiaries and are entitled to a proportionate share of the subsidiary’s net assets on liquidation at either fair value or at the non-controlling interests’ proportionate share of the subsidiary’s net assets. Subsequent to initial recognition, non-controlling interests are attributed their share of profit or loss and each component of other comprehensive income. Non-controlling interests are shown separately within the equity section of the statement of financial position and statement of comprehensive income.

1 Statement of Significant Accounting Policies (continued)

(c) Business Combinations

Business combinations occur where an acquirer obtains control over one or more businesses.

A business combination is accounted for by applying the acquisition method, unless it is a combination involving entities or businesses under common control. The business combination will be accounted for from the date that control is obtained, whereby the fair value of the identifiable assets acquired and liabilities assumed is recognised (subject to certain limited exemptions).

When measuring the consideration transferred in the business combination, any asset or liability resulting from a contingent consideration arrangement is also included. After initial recognition, contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability is remeasured in each reporting period to fair value, recognising any change to fair value in profit or loss, unless the change in value can be identified as existing at acquisition date.

All transaction costs incurred in relation to business combinations, other than those associated with the issue of a financial instrument, are recognised as expenses in profit or loss when incurred.

The acquisition of a business may result in the recognition of goodwill or a gain from a bargain purchase.

Goodwill

Goodwill is carried at cost less accumulated impairment losses. Goodwill is calculated as the excess of the sum of:

- the consideration transferred;
- any non-controlling interest (determined under either the full goodwill or proportionate interest method); and
- the acquisition date fair value of any previously held equity interest; over the acquisition date fair value of net identifiable assets acquired.

The acquisition date fair value of the consideration transferred for a business combination plus the acquisition date fair value of any previously held equity interest shall form the cost of the investment in the separate financial statements.

Fair value re-measurements in any pre-existing equity holdings are recognised in profit or loss in the period in which they arise. Where changes in the value of such equity holdings had previously been recognised in other comprehensive income, such amounts are recycled to profit or loss.

Goodwill on acquisition of subsidiaries is included in intangible assets.

Goodwill is tested for impairment annually and is allocated to the Group's cash-generating units or groups of cash-generating units, representing the lowest level at which goodwill is monitored and not larger than an operating segment. Gains and losses on the disposal of an entity include the carrying amount of goodwill related to the entity disposed of.

Changes in the ownership interests in a subsidiary that do not result in a loss of control are accounted for as equity transactions and do not affect the carrying amounts of goodwill.

1 Statement of Significant Accounting Policies (continued)

(d) Revenue Recognition

Revenue from contracts with customers is recognised so as to depict the transfer of promised goods or services to customers at an amount that reflects the consideration to which the entity expects to be entitled, in exchange for those goods or services.

Revenue is recognised in accordance with the following five-step process:

1. Identifying the contract with the customer;
2. Identifying the performance obligations in the contract;
3. Determining the transaction price;
4. Allocating the transaction price to the performance obligations in the contract; and
5. Recognising revenue as and when the performance obligations are satisfied.

The Group generate revenue by providing services associated with the creation, protection, commercialisation, enforcement and management of intellectual property (IP) rights. Total Revenue from Contracts with Customers comprises Service Charges and Associate Charges.

Service Charges

Service Charge revenue is earned by providing professional services to clients for ongoing protection of intellectual property.

Service Charge revenue received from the filing of patent or trademark with IP Australia, examination, advisory, grant and maintenance/renewal services have performance obligations that are satisfied at a point in time. Upon completion of these performance obligations, the Group is entitled to payment for services performed.

Service Charge revenue received from examination responses, litigation and advisory services have performance obligations that are satisfied over time. Upon completion of these performance obligations, the Group is entitled to payment for services performed.

Revenue arising from services that relate to performance obligations satisfied over time are recognised on a progressive basis using the input method. The input method is used by assessing the time and costs incurred on an engagement.

There is no significant financing component because sales are made within a credit terms of 30 days.

Associate Charges

Associate Charge revenue includes revenue from recharging, as Principal, the cost of arranging for intellectual property protection in other jurisdictions and revenue from recharging the fees of barristers and other experts. Associate Charge revenue performance obligations are satisfied at a point in time. Upon completion of these performance obligations, the Group is entitled to payment for services performed.

There is no significant financing component because sales are made within a credit terms of 30 days.

Interest Revenue

Interest is recognised using the effective interest method.

1 Statement of Significant Accounting Policies (continued)

(e) Earnings Per Share

Basic Earnings Per Share

Basic earnings per share is calculated by dividing the profit attributable to owners of QANTM, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted Earnings Per Share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(f) Recoverable Expenses

Recoverable expenses are payments such as to foreign agents that lodge applications in countries primarily outside of those countries in which the Group acts directly before the national intellectual property office, are recognised as an expense as incurred and, to the extent recoverable, as revenue.

(g) Fair Value of Assets and Liabilities

The Group measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable Accounting Standard.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group considers the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of AASB 2, leasing transactions that are within the scope of AASB 117 and measurements that have some similarities to fair value but are not fair value, such as value in use in AASB 136 'Impairment of Assets'.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

1 Statement of Significant Accounting Policies (continued)

(h) Foreign currency transactions and balances

The individual financial statements of each Group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). For the purpose of the consolidated financial statements, the results and financial position of each Group entity are expressed in Australian dollars ('$'), which is the functional currency of the Company and the presentation currency for the consolidated financial statements.

In preparing the financial statements of each individual group entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Australian dollars as follows:

- income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used;
- assets and liabilities for each Statement of Financial Position presented are translated at the closing rate at the balance date; and
- all resulting exchange differences are recognised in other comprehensive income, in the foreign currency translation reserve.

(i) Income Tax

The current tax payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the consolidated statement of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

The Company and its wholly-owned Australian resident entities have formed a tax-consolidated group. Consequently, all members of the tax-consolidated group will be treated as a single entity for Australian income tax purposes. The head company of the tax consolidated group will be QANTM Intellectual Property Limited.

Tax expense/income, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax-consolidated group are recognised in the separate financial statements of the members of the tax consolidated group using the 'separate taxpayer within group' approach.

Current tax liabilities and assets and deferred tax assets arising from unused tax losses and tax credits of the members of the tax-consolidated group are recognised by the Company (parent in the tax-consolidated group).

Current Tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by the reporting date. Adjustments are made for transactions and events occurring within the tax-consolidated group that do not give rise to a tax consequence for the group or that have a different tax consequence at the head entity level of the group.

1 Statement of Significant Accounting Policies (continued)

(i) Income Tax (continued)

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax base of those items. Adjustments are made for transactions and events occurring within the tax-consolidated group that do not give rise to a tax consequence for the Group or that have a different tax consequence at the head entity level of the Group.

In principle, deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised.

However, deferred tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of assets and liabilities (other than because of a business combination) which affects neither taxable income nor accounting profit. Furthermore, a deferred tax liability is not recognised in relation to taxable temporary differences arising from goodwill.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments except where the Group can control the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with these investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the asset and liability giving rise to them are realised or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the way the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Current and Deferred Tax for the Period

Current and deferred tax is recognised as an expense or income in the Statement of Profit or Loss and Other Comprehensive Income, except when it relates to items credited or debited directly to equity, in which case the deferred tax is also recognised directly in equity.

The change in legal structure on listing caused a change in the tax status of the operations. This change in tax status has been included in profit and loss for the period. Transactions and events with tax consequences which are recognised outside of the profit and loss statement, the impact of the change in tax status is also recognised outside of the profit and loss statement.

Deferred Tax Measurement Relating to Indefinite Life Intangible Assets

The IFRS Interpretations Committee had issued its agenda decision relating to the expected manner of recovery of indefinite life intangible assets. The Committee was asked to clarify how an entity determines the expected manner of recovery of an intangible asset with an indefinite useful life for deferred tax measurement purposes. The Committee indicated that the fact that an entity does not amortise an indefinite life intangible asset does not necessarily mean that the carrying amount will be recovered only through sale and not use. Therefore the entity should determine the expected manner of recovery of the carrying amount of the intangible asset. The Group has implemented this guidance.

1 Statement of Significant Accounting Policies (continued)

(j) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and at banks, short term deposits with an original maturity of three months or less held at call with financial institutions.

Bank overdrafts also form part of cash equivalents for the purpose of the consolidated statement of cash flows and are presented within current liabilities on the consolidated statement of financial position.

(k) Financial Instruments

Initial Recognition and Measurement

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions to the instrument. For financial assets, this is the date that the Group commits itself to either the purchase or sale of the asset (i.e. trade date accounting is adopted).

Financial instruments (except for trade receivables) are initially measured at fair value plus transaction costs, except where the instrument is classified "at fair value through profit or loss", in which case transaction costs are expensed to profit or loss immediately. Where available, quoted prices in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

Trade receivables are initially measured at the transaction price if the trade receivables do not contain a significant financing component or if the practical expedient was applied as specified in AASB 15: *Revenue from Contracts with Customers*.

Financial liabilities

Financial liabilities are subsequently measured at:
- amortised cost; or
- fair value through profit or loss.

A financial liability is measured at fair value through profit or loss if the financial liability is:
- a contingent consideration of an acquirer in a business combination to which AASB 3: Business Combinations applies;
- held for trading; or
- initially designated as at fair value through profit or loss.

All other financial liabilities are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest expense in profit or loss over the relevant period.

The effective interest rate is the internal rate of return of the financial asset or liability, that is, it is the rate that exactly discounts the estimated future cash flows through the expected life of the instrument to the net carrying amount at initial recognition.

A financial liability is held for trading if it is:
- incurred for the purpose of repurchasing or repaying in the near term;
- part of a portfolio where there is an actual pattern of short-term profit taking; or
- a derivative financial instrument (except for a derivative that is in a financial guarantee contract or a derivative that is in an effective hedging relationship).

1 **Statement of Significant Accounting Policies (continued)**

(k) Financial Instruments (continued)

Financial liabilities (continued)

Any gains or losses arising on changes in fair value are recognised in profit or loss to the extent that they are not part of a designated hedging relationship.

The change in fair value of the financial liability attributable to changes in the issuer's credit risk is taken to other comprehensive income and is not subsequently reclassified to profit or loss. Instead, it is transferred to retained earnings upon derecognition of the financial liability.

If taking the change in credit risk in other comprehensive income enlarges or creates an accounting mismatch, then these gains or losses should be taken to profit or loss rather than other comprehensive income.

A financial liability cannot be reclassified.

Financial Assets

Financial assets are subsequently measured at:

- amortised cost;
- fair value through other comprehensive income; or
- fair value through profit or loss.

Measurement is on the basis of two primary criteria:

- the contractual cash flow characteristics of the financial asset; and
- the business model for managing the financial assets.

A financial asset that meets the following conditions is subsequently measured at amortised cost:

- the financial asset is managed solely to collect contractual cash flows; and
- the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates.

A financial asset that meets the following conditions is subsequently measured at fair value through other comprehensive income:

- the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates; and
- the business model for managing the financial asset comprises both contractual cash flows collection and the selling of the financial asset.

By default, all other financial assets that do not meet the measurement conditions of amortised cost and fair value through other comprehensive income are subsequently measured at fair value through profit or loss.

The Group initially designates a financial instrument as measured at fair value through profit or loss if:

- it eliminates or significantly reduces a measurement or recognition inconsistency (often referred to as an "accounting mismatch") that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases;
- it is in accordance with the documented risk management or investment strategy and information about the groupings is documented appropriately, so the performance of the financial liability that is part of a group of financial liabilities or financial assets can be managed and evaluated consistently on a fair value basis; and
- it is a hybrid contract that contains an embedded derivative that significantly modifies the cash flows otherwise required by the contract.

1 Statement of Significant Accounting Policies (continued)

(k) Financial Instruments (continued)

Derecognition

Derecognition refers to the removal of a previously recognised financial asset or financial liability from the statement of financial position.

Derecognition of Financial Liabilities

A liability is derecognised when it is extinguished (i.e. when the obligation in the contract is discharged, cancelled or expires). An exchange of an existing financial liability for a new one with substantially modified terms, or a substantial modification to the terms of a financial liability, is treated as an extinguishment of the existing liability and recognition of a new financial liability.

The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Derecognition of Financial Assets

A financial asset is derecognised when the holder's contractual rights to its cash flows expires, or the asset is transferred in such a way that all the risks and rewards of ownership are substantially transferred.

All of the following criteria need to be satisfied for derecognition of a financial asset:

- the right to receive cash flows from the asset has expired or been transferred;
- all risk and rewards of ownership of the asset have been substantially transferred; and
- the Group no longer controls the asset (i.e. it has no practical ability to make unilateral decisions to sell the asset to a third party).

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

On derecognition of a debt instrument classified as fair value through other comprehensive income, the cumulative gain or loss previously accumulated in the investment revaluation reserve is reclassified to profit or loss.

On derecognition of an investment in equity which the Group elected to classify under fair value through other comprehensive income, the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

Impairment

Impairment of financial assets is recognised based on the lifetime expected credit loss which is determined when the credit risk on a financial asset has increased significantly since initial recognition. In order to determine whether there has been a significant increase in credit risk since initial recognition, the entity compares the risk of default as at the reporting date with risk of default as at initial recognition using reasonable and supportable data, unless the financial asset is determined to have a low credit risk at the reporting date.

For trade and other receivables, the simplified approach is used, which requires recognition of a loss allowance based on the lifetime expected credit losses. As a practical expedient, the Group uses a provision matrix based on historical information and adjusted for forward looking estimates in order to determine the lifetime expected credit losses

1 **Statement of Significant Accounting Policies (continued)**

(l) Property, Plant and Equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised to write off the cost or valuation of assets less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

Property, plant and equipment, excluding freehold land, is depreciated on a straight-line basis over the assets useful life to the Group, commencing when the asset is ready for use.

Leased assets and leasehold improvements are amortised over the shorter of either the unexpired period of the lease or their estimated useful life.

The estimated useful lives used for each class of depreciable asset are shown below:

Class of fixed asset	Estimated useful lives
Leasehold improvements	Term of lease
Office Equipment	5-15 years
Assets under finance	Term of lease

An item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

(m) Intangibles

Intangible assets acquired as part of a business combination, are measured at their fair value at the date of acquisition.

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary/associate at the date of acquisition. Goodwill is not amortised. Instead, goodwill is tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired and it is carried at cost less accumulated impairment losses. Impairment losses on goodwill are taken to profit and loss and not subsequently reversed.

Intangible Assets Acquired Separately

Intangible assets with finite lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses.

1 Statement of Significant Accounting Policies (continued)

(m) Intangibles (continued)

Customer Relationships

Customer relationships are the assessed value of the supply of goods and services that exist at the date of acquisition. In valuing customer relationships, consideration is given to historic customer retention and decay statistics, projected future cash flows and appropriate capital charges.

Customer relationships are amortised over a period of between 16 and 24 years. The estimated useful lives, residual values and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Brand Names

Brand names are intangible assets with indefinite useful lives that are acquired separately and are carried at cost less accumulated impairment losses.

Brand names are not amortised but are tested for impairment annually.

Goodwill

Goodwill is not amortised but is tested for impairment annually and when there are indicators of impairment. Goodwill is allocated to the Group's cash generating units or groups of cash generating units, which represent the lowest level at which goodwill is monitored but where such level is not larger than an operating segment. Gains and losses on the disposal of an entity include the carrying amount of goodwill related to the entity sold.

Amortisation rates:

Class of intangibles	Amortisation rate	Amortisation basis
Client relationships	16 - 24 years	Straight line
Software	5 years	Straight line

Derecognition of Intangible Assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in profit or loss when the asset is derecognised.

(n) Impairment of Assets

Goodwill and other assets that have an indefinite useful life are not amortised but are tested annually for impairment in accordance with AASB 136 'Impairment of Assets'. Assets subject to annual depreciation or amortisation are reviewed for impairment whenever events or circumstances arise that indicate that the carrying amount of the asset may be impaired.

An impairment loss is recognised where the carrying amount of the asset exceeds its recoverable amount. The recoverable amount of an asset is defined as the higher of its fair value less costs to sell and value in use.

For the purposes of impairment testing, assets are grouped at the lowest level for which there are separately identifiable cash flows (cash generating units).

Impairment testing is performed annually for goodwill and intangible assets with indefinite lives.

1 **Statement of Significant Accounting Policies (continued)**

(o) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(p) Leases

Applicable from 1 July 2019

Initially the lease liability is measured at the present value of the lease payments still to be paid at the commencement date. The lease payments are discounted at the interest rate implicit in the lease. If this rate cannot be readily determined, the Group uses the incremental borrowing rate.

Lease payments included in the measurement of the lease liability are as follows:

- fixed lease payments less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options;
- lease payments under extension options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the consolidated statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

1 Statement of Significant Accounting Policies (continued)

(p) Leases (continued)

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- the lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group did not make any such adjustments during the periods presented.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated amortisation and impairment losses.

Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under AASB 137. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

The Group applies AASB 136 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy (as outlined in the financial report for the annual reporting period.

Variable rents that do not depend on an index or rate are not included in the measurement the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "Other expenses" in profit or loss.

As a practical expedient, AASB 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Group has not used this practical expedient. For a contracts that contain a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

1 Statement of Significant Accounting Policies (continued)

(p) Leases (continued)

Applicable prior to 1 July 2019

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

Finance leases are capitalised by recognising an asset and a liability at the lower of the amounts equal to the fair value of the leased property or the present value of the minimum lease payments, including any guaranteed residual values. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period.

Leases are classified as either operating lease or finance lease based on the transfer of significant risks and rewards of ownership.

If lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

(q) Employee Benefits

Short and Long-Term Employee Benefit

Provision is made for the Group's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages, salaries and sick leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled. The Group's obligations for short-term employee benefits such as wages, salaries and sick leave are recognised as part of current trade and other payables in the statement of financial position.

Other Long-Term Employee Benefits

Provision is made for employees' long service leave and annual leave entitlements not expected to be settled wholly within 12 months after the end of the annual reporting period in which the employees render the related service. Other long-term employee benefits are measured at the present value of the expected future payments to be made to employees. Expected future payments incorporate anticipated future wage and salary levels, durations of service and employee departures and are discounted at rates determined by reference to market yields at the end of the reporting period on government bonds that have maturity dates that approximate the terms of the obligations. Upon the remeasurement of obligations for other long-term employee benefits, the net change in the obligation is recognised in profit or loss as part of employee benefits expense.

The Group's obligations for long-term employee benefits are presented as non-current provisions in its statement of financial position, except where the Group does not have an unconditional right to defer settlement for at least 12 months after the end of the reporting period, in which case the obligations are presented as current provisions.

1 Statement of Significant Accounting Policies (continued)

(q) Employee Benefits (continued)

Defined Contribution Superannuation Benefits

All employees of the Group receive defined contribution superannuation entitlements, for which the Group pays the fixed superannuation guarantee contribution (currently 9.5 per cent of the employee's average ordinary salary) to the employee's superannuation fund of choice. All contributions in respect of employees' defined contribution entitlements are recognised as an expense when they become payable. The Group's obligation with respect to employees' defined contribution entitlements is limited to its obligation for any unpaid superannuation guarantee contributions at the end of the reporting period. All obligations for unpaid superannuation guarantee contributions are measured at the (undiscounted) amounts expected to be paid when the obligation is settled and are presented as current liabilities in the Group's statement of financial position.

(r) Goods and Services Tax (GST)

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payable are stated inclusive of GST. The net amount of GST recoverable from, or payable to, the ATO is included as part of receivables or payables in the consolidated statement of financial position.

Cash flows in the consolidated statement of cash flows are included on a gross basis and the GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

(s) Share Based Payments

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

(t) Borrowing Costs

All borrowing costs are amortised over the term of the borrowings.

(u) Share Capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(v) Dividends

Dividends are recognised when declared during the financial year and no longer at the discretion of the Company.

1 **Statement of Significant Accounting Policies (continued)**

(w) Rounding of Amounts

The Company has applied the relief available to it under *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*. Accordingly, amounts in the financial statements have been rounded off to the nearest thousand dollars, or in certain cases, the nearest dollar.

(x) Critical Accounting Estimates and Judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events; management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results.

The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of the assets and liabilities within the next financial year are discussed below:

Key Judgement and Sources of Estimation Uncertainty

Goodwill and Other Indefinite Life Intangible Assets

The Group tests annually, or more frequently if events or changes in circumstances indicate impairment, whether goodwill and other indefinite life intangible assets have suffered any impairment, in accordance with the accounting policy stated in Note 1(n). Determining whether goodwill is impaired requires an estimation of the value-in-use of the cash generating unit to which goodwill has been allocated. The value in use calculation requires the directors to estimate the future cash flows expected to arise from the cash generating unit and a suitable discount rate in order to calculate present value. Where the actual future cash flows are less than expected, a material impairment loss may arise. Details of the impairment testing are in Note 11.

Lease term and option to extend under AASB 16

The lease term is defined as the non-cancellable period of a lease together with both periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option; and also periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option. The decision on whether or not the options to extend are reasonably going to be exercised is a key management judgement that the Group will make. The Group determines the likeliness to exercise on a lease-by-lease basis, looking at various factors such as which assets are strategic and which are key to the future strategy of the Group

Acquisition of Cotters Patent and Trade Mark Attorneys

On the 22 May 2020, the Company acquired Cotters Patent and Trade Mark Attorneys for a total purchase consideration of $5.35 million payable in instalments over two years. 35% of the each of the three instalments is payable by way of the issue of QANTM shares. The Company has paid the first instalment in the current year of $2.665 million in cash and $1.435 million in shares. The purchase price accounting involves judgment and complexity in the purchase price allocation, including determining the fair values of the acquired assets and liabilities.

Covid-19

Management have considered the impact of Covid-19 and the current economic environment on the judgements, estimates and assumptions that affect the reported amounts in the financial statements and adjusted these where appropriate. Further detail in respect of the impact of operations of the Group is discussed in detail in the Operational and Financial Review of the Directors' Report.

In particular, management has considered the impact of Covid-19 on the carrying values of its trade receivables (refer Note 7) and determined that there was no significant impact. Management also considered the impact of Covid-19 on its cash flow forecasts used for its impairment assessments of goodwill and other intangible assets (refer Note 11) and the company's going concern assessment.

1 Statement of Significant Accounting Policies (continued)

(y) Accounting Standards Issued But Not Yet Effective

The AASB has issued a number of new and amended Accounting Standards and Interpretations that have mandatory application dates for future reporting periods, some of which are relevant to the Group. The Group has decided not to early adopt any of these new and amended pronouncements. These new and amended pronouncements are considered to have a limited impact on the Group's reporting.

- AASB 2018-6 *Amendments to Australian Accounting Standards – Definition of a Business.*
- AASB 2018-7 *Amendments to Australian Accounting Standards – Definition of Material*
- AASB 2019-1 *Amendments to Australian Accounting Standards – References to the Conceptual Framework.*
- AASB 2019-3 *Amendments to Australian Accounting Standards – Interest Rate Benchmark Reform.*
- AASB 2019-5 *Amendments to Australian Accounting Standards – Disclosure of the Effect of New IFRS Standards Not Yet Issued in Australia.*
- AASB 2020-1 *Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-Current*
- AASB 2020-2 *Amendments to Australian Accounting Standards – Removal of Special Purpose Financial Statements for Certain For-Profit Private Sector Entities*.
- AASB 2020-3: *Amendments to Australian Accounting Standards – Annual Improvements 2018-2020 and Other Amendments.*

2 Segment Information

Basis for segmentation

AASB 8 requires operating segments to be identified based on internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

The Group operates in two geographic locations, which are its reportable segments. The Group has identified its operating segments based on geographical locations being Australia and Asia.

	AUSTRALIA		ASIA		TOTAL	
Full-year ended	**2020**	**2019**	**2020**	**2019**	**2020**	**2019**
	$'000	**$'000**	**$'000**	**$'000**	**$'000**	**$'000**
Service Charges	**84,346**	81,534	**5,929**	4,970	**90,275**	86,504
Associate Charges	**24,104**	24,577	**2,189**	1,089	**26,293**	25,666
Total Revenue	**108,450**	106,111	**8,118**	6,059	**116,568**	112,170
Other Income	**2,066**	2,749	**50**	116	**2,116**	2,865
Recoverable Expenses	**(22,478)**	(22,806)	**(2,182)**	(1,085)	**(24,660)**	(23,891)
Net Revenue	**88,038**	86,054	**5,986**	5,090	**94,024**	91,144
Overheads	**(67,236)**	(63,088)	**(4,631)**	(4,041)	**(71,867)**	(67,129)
Earnings Before Interest, Tax, Depreciation and Amortisation	**20,802**	22,966	**1,355**	1,049	**22,157**	24,015
Depreciation	**(509)**	(805)	**(154)**	(116)	**(663)**	(921)
Amortisation	**(1,309)**	(1,165)	**(191)**	(189)	**(1,500)**	(1,354)
Segment profit before finance costs and income tax	**18,984**	20,996	**1,010**	744	**19,994**	21,740
Adjustments to reconcile to statutory profit						
Unallocated adjustments					**(4,141)**	(4,086)
Statutory profit/(loss) before finance costs and income tax					**15,853**	17,674
Finance costs – Interest					**(1,535)**	(961)
Profit for the period before income tax					**14,318**	16,713

Major customers

No single customer contributed 10 per cent or more of the Group's revenue during either the year-ended 30 June 2020 or 30 June 2019.

3(a) Revenue from Contracts Contract

Disaggregated revenue

The Group has disaggregated revenue into various categories in the following table. The revenue is disaggregated by geographical market, service lines and timing of revenue recognition.

	2020 $'000	2019 $'000
Geographical markets		
Australia	**108,450**	106,111
Asia	**8,118**	6,059
	116,568	112,170
Service Lines		
Service Charges	**90,275**	86,504
Associate Charges	**26,293**	25,666
	116,568	112,170
Timing of revenue recognition		
At a point in time	**66,977**	60,426
Over time	**49,591**	51,744
	116,568	112,170

3(b) Other income

	2020 $'000	2019 $'000
Foreign exchange gains	**-**	796
Other income	**2,116**	3,669
	2,116	4,465

Other income in the current year mainly comprises income received in connection with DCC's strategic alliance with CPA Global Limited (CPA). CPA specialises in the provision of patent, design and trade mark renewal and maintenance services. Under the agreement with CPA, where DCC clients elect to obtain these services from CPA, DCC receives a commission based on the fees these clients generate for CPA.

	Note	2020 $'000	2019 $'000

4 Expenses

The result for the year includes the following specific expenses:

Operating lease expenses

	Note	2020 $'000	2019 $'000
The movement in occupancy expense can be attributed to the adoption of AASB 16 *Leases.* The residual balance at 30 June 2020 represents variable occupancy expenses such as lease outgoings, cleaning, parking and license fees.		**2,040**	6,018
Other expenses			
- Travel and entertainment		**1,704**	3,055
- Technology costs		**3,666**	3,488
- Marketing		**986**	1,226
- Foreign exchange loss		**811**	-
- Other expenses		**4,700**	3,933
		11,867	11,702

5 Income Tax Expense

(a) The major components of tax expense comprise:

	Note	2020 $'000	2019 $'000
Current tax expense		**5,301**	6,507
Deferred tax expense	5(b)	**125**	(1,505)
Under/over provision from previous years		**(485)**	505
Income tax expense	5(c)	**4,941**	5,507

	Note	2020 $'000	2019 $'000
5 Income Tax Expense (continued)			
(b) Deferred income tax expense included in income tax expense comprises:			
(Increase) / decrease in deferred tax asset		**(4,072)**	(929)
(Increase) / decrease in deferred tax liability		**4,197**	(576)
		125	**(1,505)**
(c) Numerical reconciliation of income tax expense to prima facie tax payable:			
Profit before income tax		**14,318**	16,713
Income tax expenses calculated at 30%		**4,295**	5,014
Tax effect of differential corporate tax rate		**(83)**	(15)
Add tax effect of:			
- Non-deductible expenses		**684**	924
- Other		**45**	64
Less tax effect of:			
- Non-assessable income		**-**	(480)
Income tax expense		**4,941**	5,507
The applicable weighted average effective tax rates are as follows:		**35%**	33%
(d) Unrecognised deferred tax asset:			
The amount of deductable temporary differences and unused capital tax losses for which no deferred tax asset has been recognised.			
Potential tax benefit at 30 per cent (2019: 30 per cent)		**16,062**	16,062

Deferred tax assets have not been recognised to the extent that it is not probable that taxable profit will be available against which the losses can be utilised.

		2020 $'000	2019 $'000
6 Cash and Cash Equivalents			
Cash on hand		**10**	**10**
Cash at bank		**6,153**	**1,171**
		6,163	**1,181**

	Note	2020 $'000	2019 $'000
7 Trade and Other Receivables			
CURRENT			
Trade receivables	7(a)	**33,368**	32,101
Less: Provision for impairment of trade receivables	7(b)	**(752)**	(568)
		32,616	31,533
Other receivables		**1,108**	459
Total current trade and other receivables		**33,724**	31,992

(a) Aged analysis

	2020 $'000	2019 $'000
The ageing analysis of current trade receivables is as follows:		
0-30 days	**15,452**	13,666
31-60 days	**5,861**	7,720
61-90 days (past due not impaired)	**3,885**	3,943
91+ days (past due not impaired)	**7,418**	6,204
91+ days (past due and impaired)	**752**	568
	33,368	32,101

(b) Impairment of trade receivables

	2020 $'000	2019 $'000
Reconciliation of changes in the provision for impairment of trade receivables is as follows:		
Balance at beginning of the year	**568**	615
Additional provisions recognised	**701**	625
Receivables written off during the year as uncollectable	**(517)**	(672)
Balance at end of the year	**752**	568

8 Other assets

	2020 $'000	2019 $'000
CURRENT		
Prepayments	**1,717**	1,489

	Note	2020 $'000	2019 $'000
9 Property, plant and equipment			
Leasehold improvements			
At cost		**2,076**	2,072
Accumulated depreciation		**(1,981)**	(1,904)
Net carrying value of leasehold improvements		**95**	168
Office equipment			
At cost		**4,728**	3,503
Accumulated depreciation		**(2,419)**	(1,685)
Net carrying value office equipment		**2,309**	1,818
Assets under finance			
At cost		**-**	1,395
Accumulated depreciation		**-**	(851)
Net carrying value of assets under finance		**-**	544
Total property, plant and equipment		**2,404**	2,530

(a) Movements in carrying amounts of property, plant and equipment

Movement in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year:

	Note	Leasehold Improvements $'000	Office Equipment $'000	Assets under finance $'000	Total $'000
2019					
Opening balance at 1 July 2018		**205**	**1,623**	**835**	**2,663**
Additions at cost		85	564	-	649
Additions through business combinations		-	139	-	139
Disposals - written down value		-	-	-	-
Depreciation expense		(122)	(508)	(291)	(921)
Closing balance at 30 June 2019		**168**	**1,818**	**544**	**2,530**
2020					
Opening balance at 1 July 2019		**168**	**1,818**	**544**	**2,530**
Additions at cost		4	1,061	-	1,065
Additions through business combinations	27	-	16	-	16
Transfer to right-of-use assets	10	-	-	(544)	(544)
Disposals - written down value		-	-	-	-
Depreciation expense		(77)	(586)	-	(663)
Closing balance at 30 June 2020		**95**	**2,309**	**-**	**2,404**

	Note	2020 $'000	2019 $'000
10 Right-of-use asset			
Leased buildings			
Right-of-use asset		**19,825**	-
Accumulated amortisation		**(4,322)**	-
		15,503	-
Leased motor vehicles			
Right-of-use asset		**544**	-
Accumulated amortisation		**(275)**	-
Net carrying value of client relationships		**269**	-
Total Right-of-use asset		**15,772**	-

(a) Movements in carrying amounts of intangible assets

	Leased buildings $'000	Lease motor vehicles $'000	Total $'000
2020			
Recognised on initial application of AASB 16 (previously classified as operating leases / finance lease under AASB 117)	**19,468**	**544**	**20,012**
Foreign currency translation adjustment to opening balance	(71)	-	(71)
Additions	428	-	428
Amortisation	(4,322)	(275)	(4,597)
Net carrying amount	**15,503**	**269**	**15,772**

The Group leases several buildings. The average lease term is 6 years, with a remaining average lease term of 3 years. The right-of-use asset addition of $428,000 is from the acquisition of Cotters Patent and Trade Mark Attorneys.

The Group does not have any leases which contain variable lease payments.

AASB 16 related amounts recognised in the statement of profit or loss

	2020 $'000	2019 $'000
Amortisation charge related to right-of-use assets	(4,597)	-
Interest expense on lease liabilities (under finance costs)	(766)	-
Short-term lease expenses	(30)	-
Total expenses recognised in the statement of profit or loss	**(5,393)**	**-**

	Note	2020 $'000	2019 $'000
11 Intangible Assets			
Goodwill			
Balance at beginning of period		**45,836**	45,836
Acquisitions through business combinations	27	**2,957**	-
Accumulated impairment losses		**-**	-
Net carrying value of goodwill		**48,793**	45,836
Brand names			
Balance at beginning of period		**3,518**	2,700
Acquisitions through business combinations	27	**1,003**	818
Accumulated impairment losses		-	**-**
Net carrying value of brand names		**4,521**	3,518
Client relationships			
Balance at beginning of period		**22,101**	19,300
Acquisitions through business combinations	27	**3,227**	2,801
Accumulated amortisation bought forward		**(2,933)**	(1,797)
Amortisation charge for the period		**(1,141)**	(1,136)
Net carrying value of client relationships		**21,254**	19,168
Software			
Balance at beginning of period		**1,603**	311
Additions at cost		**128**	1,131
Acquisitions through business combinations		**-**	161
Accumulated amortisation bought forward		**(274)**	(56)
Amortisation charge for the period		**(359)**	(218)
Net carrying value of software		**1,098**	1,329
Total Intangibles		**75,666**	69,851

(a) Movements in carrying amounts of intangible assets

	Note	Goodwill $'000	Brand Name $'000	Client Relationship $'000	Software $'000	Total $'000
2019						
Opening balance at 1 July 2018		**45,836**	**2,700**	**17,503**	**255**	**66,294**
Additions		-	-	-	1,131	1,131
Additions through business combinations		-	818	2,801	161	3,780
Amortisation		-	-	(1,136)	(218)	(1,354)
Closing balance at 30 June 2019		**45,836**	**3,518**	**19,168**	**1,329**	**69,851**
2020						
Opening balance at 1 July 2019		**45,836**	**3,518**	**19,168**	**1,329**	**69,851**
Additions		-	-	-	128	128
Additions through business combinations		2,957	1,003	3,227	-	7,187
Amortisation		-	-	(1,141)	(359)	(1,500)
Closing balance at 30 June 2020		**48,793**	**4,521**	**21,254**	**1,098**	**75,666**

11 Intangible Assets (continued)

(b) Cash-Generating Unit

The following intangible assets including indefinite life intangible assets goodwill and brand names are allocated to the following cash generating unit (CGU) for impairment testing purposes:

	2020 $'000	2019 $'000
FPA		
Goodwill	**45,836**	45,836
Brand names	**2,700**	2,700
Customer relationships (at amortised cost)	**15,576**	16,541
Software (at amortised cost)	**295**	472
	64,407	65,549
AFIP		
Brand names	**818**	818
Customer relationships (at amortised cost)	**2,451**	2,627
Software (at amortised cost)	**131**	146
	3,400	3,591
Cotters		
Goodwill	**2,957**	-
Brand names	**1,003**	-
Customer relationships (at amortised cost)	**3,227**	-
	7,187	-

(c) Impairment Testing

In accordance with the Group's accounting policies, the Group performs its impairment testing at least annually for intangible assets with indefinite useful lives. More frequent reviews are performed for indications of impairment of all the Group's assets including customer relationships and operating assets.

In accordance with the Group's accounting policies, the Group has evaluated whether the recoverable amounts of the FPA and AFIP CGUs exceeds their carrying amounts. The recoverable amount is the higher of an asset's fair value less costs of disposal (FVLCD) and its value in use (VIU). VIU is the present value of the future cash flows expected to be derived from the CGU. The potential impact of COVID-19 has been factored in to the future cash flow forecasts. The VIU model has been used to test the impairment of intangible assets, including goodwill.

11 Intangible Assets (continued)

(c) Impairment Testing (continued)

Key Assumptions

FPA

The recoverable amount of the FPA CGU is based on a VIU calculation which projects future cash flows over a five year period with the period beyond five years extrapolated using an estimated growth rate. The cash flows are discounted at an appropriate rate to derive the recoverable amount. The following key assumptions were used:

- revenue to decrease by 5.0 per cent for FY2021, increase by 4.0 per cent from FY2022 to FY2024 and increase by 3.5 per cent for FY2025;
- overhead costs based on inflationary impacts offset by ongoing cost efficiencies;
- in the period beyond 5 years a long-term growth rate of 2.5%; and
- post-tax discount rate of 11.0 per cent.

The assumptions are based on the Group's forecast operating and financial performance of FPA reflecting prior performance, current growth rate achieved and the historic growth of patent applications in Australia. The discount rate is derived from the Group's weighted average cost of capital, adjusted for varying risk profiles. The key assumptions used in the VIU calculations represent management's best estimate at 30 June 2020.

Based on the recoverable amount of the FPA CGU exceeding its aggregate carrying amount at 30 June 2020 there was no impairment charge.

Impact of possible change in key assumptions

The impairment charge that would result in the FPA CGU as a result of the following changes in assumptions:
-Holding all assumptions constant, if the discount rate increased by 0.5% would be $3.1 million
-Holding all assumptions constant, if the terminal rate declined by 0.5% would be $2.2 million

AFIP

The recoverable amount of the AFIP CGU is based on a VIU calculation which projects future cash flows over a five year period with the period beyond five years extrapolated using an estimated growth rate. The cash flows are discounted at an appropriate rate to derive the recoverable amount. The following key assumptions were used:

- revenue to decrease 17.5 per cent for FY2021, growth of 10.0 per cent from FY2022 to FY2023, and 3.5 per cent from FY2024 to FY2025;
- overhead costs based on inflationary impacts offset by ongoing cost efficiencies; and
- post-tax discount rate of 15 per cent.

The assumptions are based on the Group's forecast operating and financial performance of AFIP reflecting prior performance, current growth rate achieved and the historic growth of patent applications in Malaysia. The discount rate is derived from the Group's weighted average cost of capital, adjusted for varying risk profiles. The key assumptions used in the VIU calculations represent management's best estimate at 30 June 2020.

Based on the recoverable amount of the AFIP CGU exceeding its aggregate carrying amount at 30 June 2020 there was no impairment charge.

Management's sensitivity analysis has determined that no impairment charge would arise as a result of any reasonable change in key assumption.

	2020 $'000	2019 $'000
12 Trade and Other Payables		
CURRENT		
Trade payables	**5,714**	5,243
GST payable	**132**	123
Other payables and accruals	**5,371**	4,171
Total current trade and other payables	**11,217**	9,537

The average credit period on trade and other payables (excluding GST payable) is 90 days. No interest is payable on outstanding payables during this period.

	2020 $'000	2019 $'000
13 Provisions		
CURRENT		
Employee benefits	**6,510**	7,850
Lease incentive provisions	**-**	188
Total current provisions	**6,510**	8,038
NON-CURRENT		
Employee benefits	**289**	788
Lease incentive provisions	**-**	2,285
Total non-current provisions	**289**	3,073

(a) Movement in Carrying Amounts

	Employee Benefits $'000	Lease Incentive Provisions $'000	Total $'000
Opening balance at 1 July 2018	**6,640**	**2,562**	**9,202**
Additional provisions	4,649	-	4,649
Provisions used	(2,651)	(89)	(2,740)
Closing balance at 30 June 2019	**8,638**	**2,473**	**11,111**
Opening balance at 1 July 2019	**8,638**	**2,473**	**11,111**
Additional provisions	1,330	-	1,330
Provisions used	(3,169)	-	(3,169)
Transfer to right-of-use asset[1]	-	(2,473)	(2,473)
Closing balance at 30 June 2020	**6,799**	**-**	**6,799**

[1] Per AASB 16 *Leases* the right-of-use assets is at the initial measurement of the corresponding lease liability less any incentives and initial direct costs, previously recognised under AASB 117 *Leases*.

		Note	2020 $'000	2019 $'000
14	**Borrowings**			
	CURRENT			
	Bank loans	14(b)	**2,447**	-
	Finance leases[1]		**-**	133
	Total current borrowings		**2,447**	133
	NON-CURRENT			
	Bank loans	14(b)	**21,121**	12,072
	Finance leases[1]		**-**	115
	Total non-current borrowings		**21,121**	12,187
	Total borrowings		**23,568**	12,320

[1]Finance lease balance of $248,000 at 30 June 2019 was required to be reclassified to lease liabilities on adoption of AASB 16 *Leases* at 1 July 2019.

(a) Total Current and Non-Current Secured Borrowings

	2020 $'000	2019 $'000
Bank loans	**23,568**	12,072
Leases	**-**	248
	23,568	12,320

(b) Summary of Borrowing Arrangements

The Company's banking facilities with ANZ consist of:

- $25 million revolving overdraft sub-facility and cash advance sub-facility (Facility A);
- $4.5 million asset finance facility (Facility B); and
- $8.8 million acquisition facility (Facility C).

Together, these facilities are referred to as the Banking Facilities.

The facilities have a maturity date of 31 July 2021. All facilities have a variable interest rate based on bank bill swap rate (BBSY) plus a margin calculated with reference to the net leverage ratio. In addition, line fees calculated based on the relevant facility limit are payable on Facility A and Facility C.

The facility agreement under which banking facilities have been made available contains financial covenants typical for facilities of this nature. The covenants which are tested quarterly (unless otherwise specified in the facility agreement), relate to the leverage ratio, fixed charge cover ratio, working capital ratio and debt/debt + equity ratio. The Company has operated within these covenants during the period.

	2020 $'000	2019 $'000
Amount unutilised	**14,732**	47,180
Amount utilised[2]	**23,568**	12,320
	38,300	59,500

[2]Borrowings utilised at 30 June 2020 of $23,568,000 excludes $132,000, which forms part of the lease liability balance per note 15.

14 Borrowings (continued)

The Company has received an acceptable credit approved term sheet with respect to proposed new banking facilities. The new facilities will amount to a $25 million revolving facility and a $35 million acquisition facility, both for a 3 year term.

(c) Assets Pledged as Security for Borrowings

The banking facilities are secured by a security interest granted by the Group over all of their assets in favour of ANZ as well as cross guarantees and indemnities between the Group members.

		2020 $'000	2019 $'000
15 Lease liability			
Maturity analysis:			
Year 1		**4,814**	-
Year 2		**5,050**	-
Year 3		**3,538**	-
Year 4		**2,361**	-
Year 5		**2,442**	-
Onwards		**1,442**	
		19,647	-
Less: interest payable		**(1,707)**	-
		17,940	-
Analysed as:			
Current		**4,306**	-
Non-current		**13,634**	-
		17,940	**-**

The Group does not face a significant liquidity risk with regard to its lease liabilities. Lease liabilities are monitored within the Group's treasury function.

		2020 $'000	2019 $'000
16 Other Financial Liabilities			
CURRENT			
Forward exchange contracts	24	49	39
Deferred consideration	27	641	-
		690	**39**
NON-CURRENT			
Deferred consideration	27	575	**-**
Total Other Financial Liabilities		**1,265**	**39**

17 Deferred Income Tax

2019	Opening Balance	Recognised in Profit or Loss	Transfer from adoption of AASB 16 Leases	Business Acquisition	Closing Balance
	$'000	$'000	$'000	$'000	$'000
Deferred Tax Asset					
Black hole expenses	1,592	(138)	-	-	1,454
Other assets	11	(99)	-	-	(88)
Trade Payables	206	678	-	-	884
Provisions	2,907	488	-	-	3,395
	4,716	929	-	-	5,645
Deferred Tax Liability					
Trade receivables	(131)	6	-	-	(125)
Other assets	(72)	58	-	-	(14)
Property, plant and equipment	(98)	65	-	-	(33)
Intangible assets	(6,061)	(380)	-	(869)	(6,550)
Trade payables	(105)	67	-	-	(38)
	(6,467)	576	-	(869)	(6,760)
Net deferred tax	(1,751)	1,505	-	(869)	(1,115)
2020					
Deferred Tax Asset					
Black hole expenses	**1,454**	**(576)**	**-**	**-**	**878**
Trade payables	**884**	**(142)**	**-**	**-**	**742**
Provisions	**3,395**	**134**	**(742)**	**-**	**2,787**
Lease liability	**-**	**5,382**	**-**	**-**	**5,382**
Unused tax losses	**-**	**218**	**-**	**-**	**218**
	5,733	**5,016**	**(742)**	**-**	**10,007**
Deferred Tax Liability					
Trade receivables	**(125)**	**82**	**-**	**-**	**(43)**
Other assets	**(102)**	**(141)**	**-**	**-**	**(243)**
Property, plant and equipment	**(33)**	**72**	**-**	**-**	**39**
Right-of-use asset	**-**	**(5,474)**	**742**	**-**	**(4,732)**
Intangible assets	**(6,550)**	**280**	**-**	**(1,233)**	**(7,503)**
Trade payables	**(38)**	**40**	**-**	**-**	**2**
	(6,848)	**(5,141)**	**742**	**(1,233)**	**(12,480)**
Net deferred tax	**(1,115)**	**(125)**	**-**	**(1,233)**	**(2,473)**

18 Issued Capital

	2020 $'000	2019 $'000
Fully Paid Ordinary Shares	**295,510**	294,075

The $1,435,000 increase in capital is from the acquisition of Cotters Patent and Trade Mark Attorneys in May 2020.

(a) Ordinary Shares

	2020 No.	2019 No.
At the beginning of the reporting period	133,050,724	132,900,281
Shares issued during the year:		
Issue for business acquisition	1,247,828	-
Employee Share Schemes	-	150,443
At the end of the reporting period	134,298,552	133,050,724

The holders of ordinary shares are entitled to participate in dividends and the proceeds on winding up of the Company. On a show of hands at meetings of the Company, each holder of ordinary shares has one vote in person or by proxy, and upon a poll each share is entitled to one vote. The Company does not have authorised capital or par value in respect of its shares.

(b) Employee Share Schemes

150,443 employee shares were issued in the prior year due to the exercise of employee retention rights.

(c) Capital Management

Management controls the capital of the Group in order to maintain a sustainable debt to equity ratio, generate long-term shareholder value and ensure that the Group can fund its operations and continue as a going concern.

The Group's debt and capital include ordinary share capital and financial liabilities, supported by financial assets. Other than its banking covenants, the Group is not subject to any externally imposed capital requirements.

Management effectively manages the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders and share issues. There have been no changes in the strategy adopted by management to control the capital of the Group.

	Note	2020 $'000	2019 $'000
19 Reserves			
Share based payment reserve			
Opening balance		**-**	244
Recognition of share-based payments (performance rights)	22	**26**	33
Transfer from Share based payment reserve on exercise of retention rights		**-**	(277)
	19(a)	**26**	-
Reorganisation reserve	19(b)	**(222,856)**	(222,856)
Acquisition reserve			
Opening balance		**-**	-
Deferred share consideration for Cotters Acquisition		**655**	-
	19(c)	**655**	-
Foreign currency translation reserve			
Opening balance		**-**	-
Exchange differences on translating foreign operations		**(103)**	-
	19(d)	**(103)**	-
Total reserves		**(222,278)**	(222,856)

(a) Share Based Payment Reserve

The share based payment reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

(b) Reorganisation reserve

As described in Note 1(a), the restructure has been accounted for using the net carrying values of the DCC partnership prior to the reorganisation. The difference between the fair value of shares issued (based on market value) and the carrying values of net assets acquired has been recognised in the reorganisation reserve.

(d) Acquisition reserve

Represents the share issue portion of the deferred consideration of the acquisition of Cotters during the year.

(e) Foreign Currency Translation Reserve

Exchange differences arising on translation of foreign operations with functional currencies other than Australian dollars are recognised in other Comprehensive income and included in the foreign currency translation reserve in the statement of financial position.

20 Dividends

The following dividends were declared and paid:	2020 $'000	2019 $'000
Interim Dividend – fully franked ordinary		
3.5 cents paid 28 March 2019	**-**	4,657
3.3 cents paid 26 March 2020	**4,391**	-
Final Dividend – fully franked ordinary		
4.8 cents paid 3 October 2019	**6,386**	-

In respect of the year ended 30 June 2020, the directors resolved to pay a fully franked final dividend of 3.8 cents per share. The record date will be 3 September 2020. As such the dividend has not been included as a liability in these financial statements. The total dividend to be paid is $5.2 million. There are no income tax consequences arising from this dividend at 30 June 2020.

Franking account

The franking credits available for subsequent financial years at a tax rate of 30%	**5,249**	5,561

The ability to use the franking credits is dependent upon the Company's future ability to declare dividends.

21 Earnings Per Share

The calculation of Statutory EPS is presented below:

	2020 cents per share	2019 cents per share
Total basic earnings per share	**7.18**	8.42
Total diluted earnings per share	**7.17**	8.42

(a) Reconciliation of Earnings Used in Calculating Earnings Per Share

	2020 $'000	2019 $'000
Profit for the period attributable to Parent entity	**9,563**	11,206

(b) Earnings Used to Calculate Overall Earnings Per Share

Earnings used to calculate overall earnings per share	**9,563**	11,206

(c) Weighted Average Number of Shares Used as the Denominator in Calculation of Earnings Per Share

	2020 No.	2019 No.
Weighted average number of ordinary shares used in calculating basic earnings per share	**133,050,724**	133,025,926
Cotter's shares issued	**132,965**	-
Cotter's shares deferred	**59,148**	-
	133,242,838	133,025,926
Adjustments for calculation of diluted earnings per share:		
- CEO Performance rights	**136,244**	-
Weighted average number of ordinary shares outstanding during the year used in calculating dilutive EPS	**133,379,081**	133,025,926

22 Share-Based Payments

CEO performance rights

On 23 June 2020, the Group issued 295,050 performance rights to the CEO Craig Dower's. The expected life of the performance rights is 36 months. Vesting of the performance rights will be subject to reasonable satisfaction of performance conditions to be determined by the QANTM Board, and vesting will occur in instalments on the following timetable:

(i) 20% on the business day after announcement of QANTM's half-year financial results in February 2021;

(ii) 30% on the business day after announcement of QANTM's half-year financial results in February 2022; and

(iii) 50% on the business day after announcement of QANTM's half-year financial results in February 2023.

The fair value of the performance rights at valuation date is $400,000.

Movements during the year

	2020		2019	
	Number	Weighted Average Exercise Price $	Number	Weighted Average Exercise Price $
Performance rights outstanding as at 1 July	-	-	-	-
Granted during the year	295,050	-	-	-
Performance rights outstanding as at 30 June	295,050	-	-	-
Performance rights exercisable as at 30 June	-	-	-	-

The Company previously established a long-term incentive plan (LTIP) involving the issue of retention rights to eligible employees, up to a limit calculated as a percentage of their fixed annual remuneration each year, conditional on achievement of stipulated performance criteria, in order to assist in the motivation and retention of key employees. The LTIP was designed to align the interests of eligible employees more closely with the interests of shareholders by providing an opportunity for eligible employees to receive an equity interest in the Company.

Each retention right issued under the LTIP was convertible into one ordinary share of QANTM on exercise. No amounts were paid or payable by the recipient of the retention right, and the retention rights carried neither rights to dividends nor voting rights. The retention rights were treated as in substance options and accounted for as share-based payments.

Prior to listing, the Company issued 162,158 retention rights to 13 senior employees. Each right was capable of conversion into a fully paid share after a two year vesting period. Vesting was not conditional on any performance conditions, only time and continued service. All rights under that scheme have either vested or were forfeited.

22 Share-Based Payments (continued)

The Group had the following share-based payment scheme:

	2020 No.	2019 No.
Balance at the beginning of the year	-	146,393
Number issued / (forfeited) during the financial year	-	(146,393)
Balance at the end of the year	-	-

	2020 $'000 $	2019 $'000 $
Share based payment expense recognised during the year	**26**	33

Employee Share Trust (EST)

The company has established an employee share trust (EST) for the benefit of key employees. The EST is intended to provide an incentive for participating employees to maximise their contributions to the Company and to enable them to share in the future growth in the value of the Company.

Under the EST, selected key employees, nominated by the Company will be provided with an opportunity to acquire a beneficial interest in fully paid QANTM shares (through the EST). Contributions are paid by QANTM to the EST, which will use those funds to effect an acquisition of QANTM shares for the benefit of the relevant employee under the terms of the EST. The shares will generally be acquired on market by the trustee of the EST (which is not a member of the QANTM Group), but may be issued by QANTM to the trustee of the EST. The employee will not be able to effect a sale of the shares whilst they are in the EST.

23 Financial Risk Management

Objectives, Policies and Processes

The Group's activities expose it to a variety of financial risks: liquidity risk, credit risk and market risk (including foreign currency risk and interest rate risk). The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and foreign exchange and ageing analysis for credit risk.

Liquidity Risk

Liquidity risk management requires the Group to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The Group manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group may obtain payment in advance or restrict the services offered where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, as disclosed in the statement of financial position and notes to the financial statements. The Group does not have any material credit risk exposure to any single debtor or group of debtors and does not hold any collateral.

23 Financial Risk Management (continued)

Market Risk

Foreign Currency Risk

A substantial portion of the Group's revenues and cash flows are generated in USD. The majority of the Group's key expenses, including rent and wages, are payable in AUD. Accordingly, any appreciation of the AUD against the USD as well as other adverse exchange rate movements, could have an adverse effect on the Company's future financial performance and position. If the AUD appreciates against the USD, the Group's cash receipts in AUD could be lower which could result in a lower net profit for the Group.

The Group has historically used hedging to reduce the impact of currency movements in USD denominated invoices between the time of invoicing and receipt of payment. The Group has entered into hedging where appropriate to set or cap the USD to AUD conversion rate.

The Group's net asset exposure in AUD at reporting date was as follows:

	AUD $'000	USD $'000
30 June 2019		
Asset exposure	15,524	10,910
Liabilities exposure	(2,747)	(1,895)
Net exposure	12,777	9,015
30 June 2020		
Asset exposure	**15,918**	13,467
Liabilities exposure	**(3,272)**	(1,940)
Net exposure	**12,646**	11,527

Sensitivity Analysis

Sensitivity analysis of the Group's Australian dollar denominated profit and loss statement to foreign currency movements:

	Increase / (Decrease)	2020 EBITDA impact 000's $	2020 NPAT impact 000's $
Change in AUD/USD exchange rate	1 cents / (1 cents)	(686)/686	(480)/480

Interest Rate Risk

The Group's main interest rate risk arises from its borrowings. Borrowings issued at variable rates expose the Group to interest rate risk. Borrowings issued at fixed rates expose the Group to fair value interest rate risk. The Group does not enter into any derivative financial instruments to manage its exposure to interest rate risk.

Liquidity Risk

Liquidity risk management requires the Group to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The Group manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

23 Financial Risk Management (continued)

Market Risk (continued)

Liquidity Risk (continued)

At the reporting date, the Group had the following variable rate borrowings outstanding:

	2020		2019	
	Weighted average interest rate	Balance $'000	Weighted average interest rate %	Balance $'000
Bank loans	**1.87%**	23,568	2.71%	12,072
Net exposure to cash flow interest rate risk		**23,568**		**12,072**

	Effective Average Fixed Interest Rate Payable		Notional Principal	
	2020	2019	2020	2019
Maturity of notional amounts	%	%	$'000	$'000
1 to 2 years	1.87	2.71	23,568	12,072

The following tables detail the Group's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 Unobservable inputs for the asset or liability.

The Board considers that the carrying amount of financial assets and financial liabilities recognised in the financial statements approximate their fair value. The table below shows the assigned level for each asset and liability held at fair value by the Group:

30 June 2019	Note	Level 1 $	Level 2 $	Level 3 $	Total $
Liabilities					
Forward exchange contracts	16	-	39	-	39
Total liabilities		-	39	-	39
30 June 2020					
Liabilities					
Forward exchange contracts	16	-	49	-	49
Total liabilities		**-**	**49**	**-**	**49**

There were no transfers between levels during the financial year.

24 Fair Value Measurement

Forward Exchange Contracts

Valuation Techniques and Key Inputs

Discounted cash flow method is used - future cash flows are estimated based on forward exchange rates (from observable forward exchange rates at the end of the reporting period) and contract forward rates, discounted at a rate that reflects the credit risk of various counterparties.

25 Parent Entity

Set out below is the supplementary information about the parent entity.

	2020 $'000	2019 $'000
Statement of Financial Position		
Current assets	**2,585**	185
Total Assets	**95,201**	90,341
Current liabilities	**1,253**	4,575
Total Liabilities	**9,266**	6,635
Equity		
Issued capital	**93,244**	91,809
Reserves	**26**	-
Retained earnings	**(7,335)**	(8,103)
Total Equity	**85,935**	83,706
Statement of Profit or Loss and Other Comprehensive Income		
Total profit or loss for the year	**10,930**	10,319
Total comprehensive income	**10,930**	10,319

Guarantees

The parent entity has entered into a Deed of Cross-Guarantee with the effect that the Company guarantees debts in respect of certain of its subsidiaries and those subsidiaries guarantee the debts of the parent entity.

Further details of the Deed of Cross-Guarantee and the entities subject to the deed are disclosed in Note 28.

Contingent Liabilities

At 30 June 2020 and 30 June 2019, bank guarantees in respect of property leases were maintained.

Further details of the contingent liabilities are disclosed in Note 31.

Contractual Commitments

The parent entity does not have any material contractual commitments as at 30 June 2020 or 30 June 2019.

26 Interests in Subsidiaries

Composition of the Group

	Principal place of business / Country of Incorporation	Percentage Owned (%)[9] 2020	Percentage Owned (%)[1] 2019
Subsidiaries:			
Advanz Fidelis IP Sdn Bhd	Malaysia	**100**	100
Davies Collison Cave Pty Ltd[3]	Australia	**100**	100
Davies Collison Cave Law Pty Ltd[3]	Australia	**100**	100
Davies Collison Cave Asia Pte Ltd	Singapore	**100**	100
Davies Collison Cave NZ Ltd	New Zealand	**100**	100
FPA Patent Attorneys Pty Ltd[3]	Australia	**100**	100
FPA Patent Attorneys Asia Pte Ltd	Singapore	**100**	100
ipervescence Pty Ltd	Australia	**51**	51
QIP Services Pty Ltd[3]	Australia	**100**	100
QIP Nominees Pty Ltd[3]	Australia	**100**	100
Cotters Patent and Trade Mark Attorneys[2]	Australia	**100**	0

27 Business Combination

Acquisition of Cotters Patent and Trade Mark Attorneys

On 22 May 2020, the Company acquired Cotters Patent and Trade Mark Attorneys for a total purchase consideration of $5.35 million payable in instalments over two years. 35% of the each of the three instalments is payable by way of the issue of QANTM shares. The Company has paid the first instalment in the current year of $2.665 million in cash and $1.435 million in shares. The purchase price accounting involves judgment and complexity in the purchase price allocation, including determining the fair values of the acquired assets and liabilities.

The amounts recognised in the financial statements for this business combination have been determined provisionally because of the short time period between acquisition date and reporting date.

Details of the business combination are set out on the following page:

[1] The percentage of ownership interest held is equivalent to the percentage voting rights for all subsidiaries
[2] Business acquisition. Refer to note see note 27
[3] Members of the cross guarantee group. Refer to Note 28

27 Business Combination (continued)

	$'000
Cash consideration	3,256
Shares	2,091
Total consideration	**5,347**
Recognised amounts of identifiable net assets:	
Assets	
Trade and other receivables	535
Prepayments	23
Fixed assets	16
Right-of-use asset	428
Intangibles	4,230
Total Assets	**5,232**
Liabilities	
Trade and other payables	169
Other current liabilities	178
Borrowings	818
Lease liability	428
Provisions	16
Deferred Tax Liability	1,233
Total Liabilities	**2,842**
Total identifiable net assets at fair value	2,390
Goodwill	**2,957**
Cash consideration transferred during the year	**2,665**

28 Deed of Cross-Guarantee

The members of the Group party to the deed of cross guarantee are detailed in Note 26. The consolidated statement of profit or loss and other comprehensive income and consolidated statement of financial position of the entities party to the deed of cross guarantee are:

	2020 $'000	2019 $'000
Statement of Comprehensive Income		
Service Charges	**84,441**	81,534
Associate Charges	**24,787**	24,577
Total revenue	**109,228**	106,111
Other income	**1,138**	4,349
Employee benefits expense	**(52,792)**	(49,068)
Recoverable expenses	**(23,213)**	(22,806)
Occupancy expenses	**(1,315)**	(6,184)
Restructure costs	**(1,379)**	(2,096)
Other expenses	**(10,500)**	(10,939)
Earnings before depreciation and amortisation, finance costs and income tax	**21,167**	19,367
Depreciation and amortisation	**(6,583)**	(1,970)
Earnings before finance costs and income tax	**14,584**	17,397
Finance costs	**(1,534)**	(961)
Profit before income tax	**13,050**	16,436
Income tax expense	**(4,704)**	(5,352)
Net profit for the year	**8,346**	11,084
Total comprehensive income for the year	**8,346**	11,084

28 Deed of Cross-Guarantee (continued)

	2020 $'000	2019 $'000
Statement of Financial Position		
Current Assets		
Cash and cash equivalents	**4,986**	219
Trade and other receivables	**30,938**	30,205
Other assets	**4,339**	2,867
Total Current Assets	**40,263**	33,291
Non-Current Assets		
Property, plant and equipment	**2,178**	2,208
Right-of-use asset	**15,434**	-
Intangible assets	**75,530**	69,704
Total Non-Current Assets	**93,142**	71,912
Total Assets	**133,405**	105,203
Current Liabilities		
Trade and other payables	**10,297**	9,012
Provisions	**6,093**	7,943
Borrowings	**2,447**	133
Lease liability	**4,306**	-
Other financial liabilities	**690**	39
Current tax liabilities	**859**	2,242
Total Current Liabilities	**24,692**	19,369
Non-Current Liabilities		
Provisions	**289**	3,073
Borrowings	**21,036**	12,187
Lease liability	**13,321**	-
Other financial liability	**575**	-
Deferred tax liabilities	**2,434**	1,097
Total Non-Current Liabilities	**37,655**	16,357
Total Liabilities	**62,347**	35,726
Net Assets	**70,158**	69,477
Equity		
Issued Capital	**295,964**	293,921
Reserves	**(222,540)**	(223,205)
Retained Earnings	**(2,366)**	(1,239)
Total Equity	**71,058**	69,477

29 Related Parties

Parent entity

QANTM Intellectual Property Limited.

Subsidiaries

Interests in subsidiaries are set out in Note 26.

Key management personnel

Disclosures relating to key management personnel are set out in Note 30 and the remuneration report in the Directors' Report.

30 Key Management Personnel Disclosures

Key management personnel (Directors and Executive Officers) remuneration included within employee expenses for the year is shown below:

	2020 $'000	2019 $'000
Short-term employee benefits	**5,026**	**5,944**
Post-employment benefits	**138**	**165**
Other long-term benefits	**50**	**113**
Total KMP compensation	**5,214**	**6,222**

31 Contingent Liabilities

Estimates of material amounts of contingent liabilities, not provided for in the financial report:		
Bank guarantees in respect of property leases	**2,201**	2,494

32 Cash Flow Information

(a) Reconciliation of Result for the Year to Cash Flows from Operating Activities

	2020 $'000	2019 $'000
Reconciliation of net income to net cash provided by operating activities:		
Profit for the year after income tax	**9,377**	11,206
Cash flows excluded from profit attributable to operating activities		
Non-cash flows in profit:		
- Depreciation and amortisation	**6,760**	2,275
- Share based payments	**26**	33
- Bad debt expense	**701**	625
- Interest expense on lease liabilities	**766**	-
Business acquisition costs	**-**	2,096
Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries:		
- (increase)/decrease in trade and other receivables	**(1,810)**	(1,040)
- (increase)/decrease in other assets	**(228)**	(244)
- increase/(decrease) in trade and other payables	**2,293**	76
- increase/(decrease) in provisions	**(1,839)**	1,909
- increase/(decrease) in income tax payable	**(1,162)**	(842)
- increase/(decrease) in deferred tax balances	**200**	(1,453)
Cash flow from operations	**15,084**	14,641

(b) Reconciliation of Liabilities arising from Financing Activities

	1 July 2019 $'000	Cash flows $'000	Fair value changes $'000	Acquisition $'000	Other $'000	30 June 2020 $'000
Finance Leases	**248**	**-**	**-**	**-**	**(248)**	**-**
Bank loans	**12,320**	**11,248**	**-**	**-**	**-**	**23,568**
Lease liabilities	**21,764**	**(5,347)**	**-**	**-**	**1,523**	**17,940**
Total liabilities from financing activities	**34,332**	**5,901**	**-**	**-**	**1,275**	**41,508**

	2020 $	2019 $
33 Auditors' Remuneration		
During the financial year the following fees were paid or payable for services provided by Deloitte Touche Tomatsu, the auditor of the Company.		
Remuneration of the auditor for:		
- auditing or reviewing the financial statements	**184,100**	219,800
- other assurance services	**-**	15,000
	184,100	234,800
Amounts paid to other auditors and their related network firms	**52,784**	-

34 Events Occurring After the Reporting Date

There were no significant events post 30 June 2020 that have impacted the Group.

35 Company Details

The registered office of the Company is:

QANTM Intellectual Property Limited
Level 15
1 Nicholson Street
Melbourne VIC 3002

DIRECTORS' DECLARATION

The directors of the Company declare that:

1. the financial statements and notes for the year ended 30 June 2020 are in accordance with the *Corporations Act 2001* and:

    a. comply with Accounting Standards, which, as stated in Basis of Preparation in the Notes to the Financial Statements, constitutes explicit and unreserved compliance with International Financial Reporting Standards (IFRS); and

    b. give a true and fair view of the financial position and performance of the consolidated group;

2. the Chief Executive Officer and Chief Financial Officer have given the declarations required by Section 295A that:

    a. the financial records of the Company for the financial year have been properly maintained in accordance with section 286 of the *Corporations Act 2001*;

    b. the financial statements and notes for the financial year comply with the Accounting Standards; and

    c. the financial statements and notes for the financial year give a true and fair view.

3. in the directors' opinion, there are reasonable grounds to believe that:

    a. the Company will be able to pay its debts as and when they become due and payable;

    b. The Company and the companies to which the ASIC Corporations Instrument applies, as detailed in note 28 to the financial statements, will as a group, be able to meet any obligations or liabilities to which they are, or may, become, subject by virtue of the deed of cross guarantee.

This declaration is made in accordance with a resolution of the Board of Directors.

Richard R England

Chairman: ....
Richard England

Dated this 27th day of August 2020

Deloitte Touche Tohmatsu
ABN 74 490 121 060
477 Collins Street
Melbourne, VIC, 3000
Australia

Phone: +61 3 9671 7000
www.deloitte.com.au

Independent Auditor's Report to the members of QANTM Intellectual Property Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of QANTM Intellectual Property 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, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the 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:

(i) giving a true and fair view of the Group's financial position as at 30 June 2020 and of its financial performance for the year then ended; and

(ii) 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 (including Independence Standards)* (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 confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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 for 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.

Deloitte.

Key Audit Matter	How the scope of our audit responded to the Key Audit Matter
Carrying value of goodwill and intangible assets – impairment assessment Refer to note 11. As at 30 June 2020 the Group's carrying value of goodwill totals $74.6 million, of which $64.1 million relates to the FPA Group cash generating unit ("CGU"). Significant judgement is exercised in determining the assumptions and estimates involved in preparing the FPA Group Value in Use ("ViU") valuation model including: • Forecasts of revenue and Earnings before Interest and Tax ("EBIT") for the years 2021 to 2025; • Long-term growth rate applied within the ViU valuation model; and • Weighted Average Cost of Capital ("WACC") rate utilised within the ViU valuation model Management has applied judgement to determine their best estimate for assumptions within the ViU valuation model, including internal and external data as inputs, and factored into their assumptions the challenging prediction of the future impact of COVID-19 on the cash flows of the FPA Group CGU. The ViU valuation model is sensitive to changes in assumptions and estimates used within the ViU valuation model.	In conjunction with our valuation specialists, our procedures included, but were not limited to: • Obtaining an understanding of the control implemented to address the risk relevant to the accuracy of key assumptions within the ViU valuation model; • Assessing the objectivity and competence of the external valuation specialist used by management; • Evaluating management's methodology used to assess the FPA Group CGU for impairment; • Challenging key assumptions including: forecast growth rates by comparing them to results achieved post the commencement of the COVID-19 virus, business trends, economic and industry forecasts and comparable organisations; • Assessing the consistency of the cash flows used with the latest Board approved budget for FPA Group and assessing the historical accuracy of forecasting by FPA management; • Evaluating the discount rate used by assessing the cost of capital for the FPA Group CGU and comparable organisations by comparison to market data and industry research; • Testing on a sample basis, the mathematical accuracy of the cash flow model; • Assessing management's sensitivity analyses on the impairment model using varied discount rates, short-term growth projections as well as long-term growth forecasts to simulate alternative market conditions; and • Assessing the appropriateness of the disclosure presented within the financial statements in relation to the sensitivity of the ViU valuation model to changes within the key assumptions.

Other Information

The directors are responsible for the other information. The other information comprises the Directors' Report, Investor Presentation, ASX announcement and Additional Information for Listed Public Companies, which we obtained prior to the date of this auditor's report, and also includes the following information which will be included in the Group's annual report (but does not include the financial report and our auditor's report thereon): The QANTM Group, 2020 Year in Review, Financial Summary, Four-Year Financial Summary, Chairman and CEO Report, Group Executive Team, Board of Directors, Business and Market Characteristics, Business Overview, and People and Culture reports, which is expected to be made available to us after that date.

Deloitte.

Our opinion on the financial report does not cover the other information and we do not and will 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 identified above 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 on the other information that we obtained prior to the date of this auditor's report, 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.

When we read the QANTM Group, 2020 Year in Review, Financial Summary, Four-Year Financial Summary, Chairman and CEO Report, Group Executive Team, Board of Directors, Business and Market Characteristics, Business Overview, and People and Culture reports, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors and use our professional judgement to determine the appropriate action.

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 ability of the Group 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 has 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.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are

Deloitte.

based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group's audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 40 to 49 of the Directors' Report for the year ended 30 June 2020.

In our opinion, the Remuneration Report of QANTM, 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.

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Chris Biermann
Partner
Chartered Accountants
Melbourne, 27 August 2020

ADDITIONAL INFORMATION FOR LISTED PUBLIC COMPANIES

Additional information required under ASX Listing Rule 4.10 and not shown elsewhere in this Annual Report is as follows. This information is current as at 12 August 2020.

In accordance with ASX listing rule 4.10.19 the Company confirms that it has used the cash and assets in a form readily convertible to cash that it had at the time of admission to the ASX in a way consistent with its business objectives.

The distribution of issued capital is as follows:

Size of Holding	Number of Shareholders	Ordinary Shares	% of Issued Capital
100,001 and Over	97	119,639,514	89.08%
10,001 to 100,000	394	11,346,421	8.45%
5,001 to 10,000	216	1,807,581	1.35%
1,001 to 5,000	412	1,300,767	0.97%
1 to 1,000	416	204,269	0.15%
Total	**1,535**	**134,298,552**	**100.00%**

Less than marketable parcels of ordinary shares
There are 64 shareholders with unmarketable parcels totalling 9,105 shares.

20 Largest Shareholders

The twenty largest shareholders of quoted equity securities as at 12 August 2020 are as follows:

		Number of fully paid Ordinary Shares	% of issued Capital
1	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	27,472,189	20.46%
2	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	5,046,305	3.76%
3	ARGO INVESTMENTS LIMITED	4,900,053	3.65%
4	SMARTEQUITY EIS PTY LTD	4,135,565	3.08%
5	CITICORP NOMINEES PTY LIMITED	2,935,903	2.19%
6	JOHN DOWER	2,888,884	2.15%
7	NATIONAL NOMINEES LIMITED	2,474,600	1.84%
8	THOMAS PETER GUMLEY	2,444,223	1.82%
9	CURPSI PTY LTD	2,037,226	1.52%
9	FORDHAM PTY LTD	2,037,226	1.52%
9	GNARWARRE INVESTMENTS PTY LTD	2,037,226	1.52%
9	LOUGHNAN HILL PTY LTD	2,037,226	1.52%
9	MACROPHAGE PTY LTD	2,037,226	1.52%
9	OAKVALE PTY LTD	2,037,226	1.52%
9	PENNIN PTY LTD	2,037,226	1.52%
9	PETROB HOLDINGS PTY LTD	2,037,226	1.52%
9	REZINLOW HOLDINGS PTY LTD	2,037,226	1.52%
9	ROCKY ROAD PTY LTD	2,037,226	1.52%
9	SYBARITE PTY LTD	2,037,226	1.52%
9	TSAR INVESTMENTS PTY LTD	2,037,226	1.52%
9	WOODCASTLE PTY LTD	2,037,226	1.52%
	Totals	**78,781,660**	
Total Remaining Holders Balance		55,516,892	41.34%
Total Quoted Equity Securities		**134,298,552**	**100.00%**

Unquoted Equity Securities

On 23 June 2020, QANTM's CEO and MD, Craig Dower received an allocation of 295,050 performance rights. Details of timing and conditions for vesting are detailed in the Remuneration Report comprising section 8 of the Directors' Report.

ADDITIONAL INFORMATION FOR LISTED PUBLIC COMPANIES

Substantial Shareholders

As at 12 August 2020, the names of the substantial holders of the Company and the number of equity securities in which those substantial holders and their associates have a relevant interest, as disclosed in substantial holding notices given to the Company, are as follows:

Shareholder	Number of Ordinary Fully Paid Shares	% of Issued Capital
Perpetual Limited & Subsidiaries	9,858,450	7.41%
ICE Investors	7,253,977	5.45%

Restricted Securities

The Company had the following restricted securities on issue as at 12 August 2020:

Class	Type of Restriction	Number of Securities	% of issued capital	End Date of Escrow Period
Ordinary Shares	Voluntary Escrow	1,247,828	0.929%	22 May 22
Total Escrowed Shares		1,247,828	0.929%	

Voting Rights

In accordance with the Constitution each member present at a meeting whether in person, or by proxy, or by power of attorney, or in a duly authorised representative in the case of a corporate member, shall have one vote on a show of hands, and one vote for each fully paid ordinary share, on a poll.

Performance rights have no voting rights.

On-Market Buy-Backs

There is no current on-market buy-back in relation to the Company's securities.

CORPORATE DIRECTORY

COMPANY DETAILS

QANTM Intellectual Property Limited

ACN: 612 441 326

ASX: QIP

REGISTERED OFFICE

Level 15, 1 Nicholson Street

Melbourne VIC 3002

Australia

Telephone: +61 3 9254 2666

Email: info@qantmip.com

POSTAL ADDRESS

GPO Box 4387

Melbourne VIC 3001

DIRECTORS

Richard England, Non-executive Chairman

Craig Dower, CEO and Managing Director

Leon Allen, Non-executive Director

Abigail Cheadle, Non-executive Director

Cameron Judson, Non-executive Director

Sonia Petering, Non-executive Director

COMPANY SECRETARY

Martin Cleaver, Company Secretary

SHARE REGISTRY SERVICES

Shareholders who require information about their shareholdings, dividend payments or related administrative matters should contact the company's share registry.

Computershare Investor Services Pty Limited

452 Johnston Street

Abbotsford VIC 3001

Telephone from within Australia: 1300 850 505

Telephone from outside Australia: +61 3 9415 4000

Each enquiry should refer to the shareholder number which is shown on issuer-sponsored holding statements and dividend statements.

AUDITOR

Deloitte

550 Bourke Street

Melbourne VIC 3000

SOLICITOR

MinterEllison

Level 23, Rialto Towers

525 Collins Street

Melbourne VIC 3000

WEBSITE

www.qantmip.com

NOTICE OF ANNUAL GENERAL MEETING

QANTM's Annual General Meeting of Shareholders will be held on Friday, 27 November 2020 at 2:00pm Australian Eastern Daylight Time and will be held as a virtual meeting via electronic means.

CORPORATE GOVERNANCE STATEMENT

The Corporate Governance Statement, as at 22 October 2020, has been approved by the Board and is available for review on the Company's website (www.qantmip.com).

QANTM INTELLECTUAL PROPERTY

www.qantmip.com