

## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of **Microbix Biosystems Inc.**

We have audited the consolidated financial statements of Microbix Biosystems Inc. and its subsidiaries (the Group), which comprise the consolidated statements of financial position as at September 30, 2020 and 2019, and the consolidated statements of income (loss) and comprehensive income (loss), consolidated statements of changes in shareholders' equity and consolidated statements of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects the consolidated financial position of the Group as at September 30, 2020 and 2019, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

### **Basis for opinion**

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Other information**

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis; and
- The information, other than the consolidated financial statements and our auditor's report thereon, in the Annual Report.

Our opinion on the consolidated financial statements 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis and Annual Report prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are 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 Canadian generally accepted 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 these consolidated financial statements.

**INDEPENDENT AUDITOR'S REPORT (Continued)**

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, 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 management.
- Conclude on the appropriateness of management's 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are 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 consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent 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 consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance 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 those charged with governance 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, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Laura Sluce.

Toronto, Canada  
December 17, 2020

The logo for Ernst & Young LLP, featuring the company name in a stylized, handwritten-style script.

Chartered Professional Accountants  
Licensed Public Accountants

**MICROBIX****CONSOLIDATED STATEMENTS OF FINANCIAL POSITION****AS AT SEPTEMBER 30, 2020 AND 2019****Canadian Funds**

	2020	2019
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash	\$ 92,661	\$ 95,571
Accounts receivable (Note 20)	1,877,009	1,709,470
Inventories (Note 5)	4,292,664	4,480,192
Prepaid expenses and other assets	220,065	99,201
Investment tax credit receivable	10,433	67,874
<b>TOTAL CURRENT ASSETS</b>	<b>6,492,832</b>	<b>6,452,308</b>
<b>LONG-TERM ASSETS</b>		
Deferred tax asset (Note 15)	-	1,568,237
Property, plant and equipment (Note 4, 6)	7,363,155	6,650,380
Intangible assets (Note 7)	1,742,024	4,958,648
<b>TOTAL LONG-TERM ASSETS</b>	<b>9,105,179</b>	<b>13,177,265</b>
<b>TOTAL ASSETS</b>	<b>\$ 15,598,011</b>	<b>\$ 19,629,573</b>
<b>LIABILITIES</b>		
<b>CURRENT LIABILITIES</b>		
Accounts payable and accrued liabilities	\$ 1,488,312	\$ 1,462,616
Bank indebtedness (Note 9)	-	1,400,000
Current portion of long-term debt (Note 9)	235,230	408,260
Current portion of debentures (Note 8)	892,125	774,178
Current portion of lease liability (Note 4)	158,633	80,378
Deferred revenue (Note 22)	1,315,738	640,463
<b>TOTAL CURRENT LIABILITIES</b>	<b>4,090,038</b>	<b>4,765,895</b>
Non-convertible debentures (Note 8)	713,853	750,350
Convertible debentures (Note 8)	1,419,834	1,353,905
Lease liability (Note 4)	383,306	169,149
Long-term debt (Note 9)	2,371,503	2,052,866
<b>TOTAL LONG-TERM LIABILITIES</b>	<b>4,888,496</b>	<b>4,326,270</b>
<b>TOTAL LIABILITIES</b>	<b>\$ 8,978,534</b>	<b>\$ 9,092,165</b>
<b>SHAREHOLDERS' EQUITY</b>		
Share capital (Note 10)	\$ 35,357,144	\$ 33,912,460
Equity component of convertible debentures (Note 8)	2,903,789	2,903,789
Contributed surplus	10,252,554	9,387,644
Accumulated deficit	(41,894,010)	(35,666,485)
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>\$ 6,619,477</b>	<b>\$ 10,537,408</b>
<b>TOTAL LIABILITIES &amp; SHAREHOLDERS' EQUITY</b>	<b>\$ 15,598,011</b>	<b>\$ 19,629,573</b>

Commitments and Contingencies (Note 24)

(Signed) "Martin Marino"

MARTIN MARINO  
DIRECTOR

(Signed) "Cameron L. Groome"

CAMERON L. GROOME  
DIRECTOR

The accompanying notes and summary of significant accounting policies are an integral part of these consolidated financial statements.

**MICROBIX****CONSOLIDATED STATEMENTS OF INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)**

For the years ended September 30, 2020 and 2019

Canadian Funds

	2020	2019
<b>SALES</b>		
Antigens and QAPs	\$ 10,230,107	\$13,067,727
Royalties	294,797	344,614
<b>TOTAL SALES</b>	10,524,904	13,412,341
<b>COST OF GOODS SOLD</b>		
Antigen and QAPs (Notes 5, 14)	5,808,978	6,796,735
Royalties	55,029	68,159
<b>TOTAL COST OF GOODS SOLD</b>	5,864,007	6,864,894
<b>GROSS MARGIN</b>	4,660,897	6,547,447
<b>EXPENSES</b>		
Selling and business development (Note 14)	632,554	651,460
General and administrative (Note 14)	3,539,818	3,744,036
Research and development (Note 14)	1,013,126	1,042,192
Financial expenses (Note 17)	1,056,102	1,066,078
<b>OPERATING INCOME (LOSS) BEFORE IMPAIRMENT OF ASSETS</b>	(1,580,703)	43,681
Impairment of long-lived assets (Note 7)	3,078,585	-
<b>OPERATING INCOME (LOSS) FOR THE YEAR, BEFORE INCOME TAXES</b>	(4,659,288)	43,681
<b>INCOME TAXES</b>		
Deferred income taxes	1,568,237	11,763
<b>NET INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS) FOR THE YEAR</b>	\$ (6,227,525)	\$ 31,918
<b>NET LOSS PER SHARE</b>		
Basic (Note 13)	\$ (0.059)	\$ 0.000
Diluted (Note 13)	\$ (0.059)	\$ 0.000

The accompanying notes and summary of significant accounting policies are an integral part of these consolidated financial statements.

**MICROBIX****CONSOLIDATED STATEMENTS OF CASH FLOWS**

For the years ended September 30, 2020 and 2019

Canadian Funds

	2020	2019
<b>OPERATING ACTIVITIES</b>		
Net Income (Loss) for the Year	\$(6,227,525)	\$ 31,918
<b>Items not affecting cash</b>		
Amortization and depreciation (Note 21)	690,087	568,822
Accretion of debentures (Note 8)	255,883	208,592
Stock options and warrants expense (Note 12)	158,836	151,988
Accretion interest expense	23,027	-
Deferred tax asset (Note 3)	1,568,237	11,763
Impairment of long-term assets (Note 7)	3,078,585	-
Change in non-cash working capital balances (Note 16)	461,436	(928,715)
<b>CASH PROVIDED BY OPERATING ACTIVITIES</b>	<b>8,566</b>	<b>44,368</b>
<b>INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment (Note 6)	(812,708)	(433,233)
Additions from internal development of intangible assets (Note 7)	(1,200)	(81,567)
<b>CASH USED IN INVESTING ACTIVITIES</b>	<b>(813,908)</b>	<b>(514,800)</b>
<b>FINANCING ACTIVITIES</b>		
Repayments of long-term debt (Note 9)	(408,260)	(438,120)
Proceeds from equipment Loan and government loan (Note 9)	742,085	-
Repayments of non-convertible debentures (Note 8)	(108,504)	(99,609)
Payment of lease liabilities	(173,648)	(80,626)
Issue of common share units, net of issue costs	2,150,759	-
Proceeds (repayments) of credit facility (Note 9)	(1,400,000)	1,140,000
<b>CASH PROVIDED BY FINANCING ACTIVITIES</b>	<b>802,432</b>	<b>521,645</b>
<b>NET CHANGE IN CASH - DURING THE YEAR</b>	<b>(2,910)</b>	<b>51,213</b>
<b>CASH - BEGINNING OF YEAR</b>	<b>95,571</b>	<b>44,358</b>
<b>CASH - END OF YEAR</b>	<b>\$ 92,661</b>	<b>\$ 95,571</b>

The accompanying notes and summary of significant accounting policies are an integral part of these consolidated financial statements.

# MICROBIX

## CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

As at September 30, 2020 and 2019

Canadian Funds

	SHARE CAPITAL (Note 10)		CONTRIBUTED SURPLUS	DEFICIT	EQUITY COMPONENT OF DEBENTURE	TOTAL SHAREHOLDERS' EQUITY
	NUMBER OF SHARES	STATED CAPITAL				
BALANCE, SEPTEMBER 30, 2018	96,972,705	\$33,912,460	\$9,235,656	\$(35,698,403)	\$2,903,789	\$10,353,502
Share-based compensation expense	-	-	151,988	-	-	151,988
Net income and comprehensive income for the year	-	-	-	31,918	-	31,918
<b>BALANCE, SEPTEMBER 30, 2019</b>	<b>96,972,705</b>	<b>\$33,912,460</b>	<b>\$ 9,387,644</b>	<b>\$(35,666,485)</b>	<b>\$2,903,789</b>	<b>\$10,537,408</b>
Share-based compensation expense	-	-	158,836	-	-	158,836
Issue of Warrants pursuant to Private Placement	-	-	748,550	-	-	748,550
Share Issuance pursuant to Private Placement	11,800,000	1,611,450	-	-	-	1,611,450
Share Issue Costs pursuant to Private Placement	-	(166,766)	(42,476)	-	-	(209,242)
Net loss and comprehensive loss for the year	-	-	-	(6,227,525)	-	(6,227,525)
<b>BALANCE, SEPTEMBER 30, 2020</b>	<b>108,772,705</b>	<b>\$35,357,144</b>	<b>\$10,252,554</b>	<b>\$(41,894,010)</b>	<b>\$2,903,789</b>	<b>\$6,619,477</b>

The accompanying notes and summary of significant accounting policies are an integral part of these consolidated financial statements.

**1. NATURE OF THE BUSINESS**

Microbix Biosystems Inc. (the “Company” or “Microbix”), incorporated under the laws of the Province of Ontario, develops and commercializes proprietary biological and technology solutions for human health and wellbeing. Microbix manufactures a wide range of critical biological materials for the global diagnostics industry, notably antigens (Antigen business) used in immunoassays or quality assessment and proficiency testing controls (QAPs business).

The registered office and principal place of business of the Company is located at 265 Watline Avenue, Mississauga, Ontario, L4Z 1P3.

**2. BASIS OF PREPARATION**

The Company’s management prepared these consolidated financial statements in accordance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”). The Board of Directors approved these consolidated financial statements on December 17, 2020.

**Basis of Measurement**

The consolidated financial statements have been prepared under the historical cost convention, except for the revaluation of certain financial assets and financial liabilities to fair value. The consolidated financial statements are presented in Canadian dollars, which is the Company’s functional currency.

**Basis of consolidation**

These consolidated financial statements include the accounts of the Company and its wholly owned subsidiary, Crucible Biotechnologies Limited, over which the Company has control. Control exists when the entity is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The non-controlling interest component, if any, of the Company’s subsidiaries is included in equity. All significant intercompany transactions have been eliminated upon consolidation.

**Global pandemic**

In early 2020, the Coronavirus (“COVID-19”) was confirmed in multiple countries throughout the world and on March 11, 2020, the World Health Organization declared a global pandemic. As a result of the continued and uncertain economic and business impact of the COVID-19 pandemic, the Company has reviewed the estimates, judgments and assumptions used in the preparation of its financial statements, including with respect to the determination of whether indicators of impairment exist for its tangible and intangible assets and the credit risk of its counterparties.

The extent to which COVID-19 and any other pandemic or public health crisis impacts the Company’s business, affairs, operations, financial condition, liquidity, availability of credit and results of operations will depend on future developments that are highly uncertain and cannot be predicted with any meaningful precision, including new information which may emerge concerning the severity of the COVID-19 virus and the actions required to continue to contain the COVID-19 virus or remedy its impact, among others.

Any of these developments, and others, has had a material adverse effect on the Company’s business, financial condition, operations and results of operations. In addition, because of the severity and global nature of the COVID-19 pandemic, it is possible that estimates in the Company’s financial statements will change in the near term and the effect of any such changes could be material, which could result in, among other things, an impairment of long-lived assets or a change in the estimated credit losses on accounts receivable. The Company is constantly evaluating the situation and monitoring any impacts or potential impacts to its business. The duration and impact of the COVID-19 outbreak are unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods.

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES****Use of estimates and judgments**

The preparation of financial statements requires management to make estimates and judgments that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reporting periods. Actual results could differ from estimates and such differences could be material.

Key areas of managerial judgments and estimates are as follows:

***Property, plant and equipment:***

Measurement of property, plant and equipment involves the use of estimates for determining the expected useful lives of depreciable assets. Management's judgment is also required to determine depreciation methods and an asset's residual value and whether an asset is a qualifying asset for the purposes of capitalizing borrowing costs.

***Internally generated intangible assets:***

Management monitors the progress of each internal research and development project. Significant judgment is required to distinguish between the research and development phases. Development costs are recognized as an asset when the following criteria are met: (i) technical feasibility; (ii) management's intention to complete the project; (iii) the ability to use or sell; (iv) the ability to generate future economic benefits; (v) availability of technical and financial resources; (vi) ability to measure the expenditures reliably. Research costs are expensed as incurred. Management also monitors whether the recognition requirements for development assets continue to be met and whether there are any indicators that capitalized costs may be impaired. The amortization period and amortization method for intangible assets are reviewed at least at the end of each reporting period.

***Financial assets and liabilities:***

Estimates and judgments are also made in the determination of fair value of financial assets and liabilities and include assumptions and estimates regarding future interest rates, the relative creditworthiness of the Company to its counterparties, the credit risk of the Company's counterparties relative to the Company, the estimated future cash flows and discount rates.

***Income taxes:***

The Company recognizes deferred tax assets, related tax-loss carry-forwards and other deductible temporary differences where it is probable that sufficient future taxable income can be generated in order to fully utilize such losses and deductions. This requires significant estimates and assumptions regarding future earnings, and the ability to implement certain tax planning opportunities in order to assess the likelihood of utilizing such losses and deductions.

***Fair value of share-based compensation:***

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date on which they are granted. Estimating fair value for share-based compensation transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility, dividend yield and forfeiture rates and making assumptions about them.

***Impairments:***

Long-lived assets are reviewed for impairment upon the occurrence of events or changes in circumstances indicating that the carrying value of the asset may not be recoverable. For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. Management evaluates impairment losses for potential reversals when events or circumstances warrant such consideration.

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)****Revenue Recognition**

Revenues from product sales are recognized when control of the promised good is transferred to the Company's customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for those goods.

Revenues from licensing of the Company's intangible assets are recognized when the service is rendered and control of the service is transferred to the Company's customers. Royalty income is recognized based on activity at the point in time each service instance is provided.

The Company may invoice certain customers in advance for contracted product sales. Amounts received in advance of control of the product transferring to the customer are deferred and recognized as revenue in the period control is transferred.

**Cash**

Cash consists of cash on hand and deposits with banks and investments in highly liquid instruments with original maturities of three months or less. There are no cash equivalents held at September 30, 2020 or 2019.

**Financial assets and liabilities**

The Company's financial assets and liabilities (financial instruments) include cash, accounts receivable, accounts payable and accrued liabilities, long-term debt, bank indebtedness, convertible and non-convertible debentures. All financial instruments are recorded at fair value at recognition. Financial instruments are measured by grouping them into classes upon initial recognition, based on the purpose of the individual instruments.

Subsequent to initial recognition, the classification and measurement of the Company's financial assets are included in one of the following categories:

- Amortized cost: Financial instruments that are held for collection of contractual cash flows, where those cash flows represent solely payments of principal and interest, are measured at amortized cost. Interest income (expense) from these financial instruments is recorded in net income (loss) using the effective interest rate method.
- Fair value through other comprehensive income (FVOCI): Debt instruments that are held for collection of contractual cash flows and for selling the financial instruments, where the financial instruments' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses that are recognized in net income (loss). When the financial instrument is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to net income (loss) and recognized in other gains (losses). Interest income (expense) from these financial instruments is included in interest using the effective interest rate method. Foreign exchange gains (losses) is presented in other gains (losses) and impairment expenses in other expenses.
- Fair value through profit (loss) ("FVTPL"): Financial instruments that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on a financial instrument that is subsequently measured at FVTPL and is not part of a hedging relationship is recognized in net income (loss) and presented net in comprehensive income (loss) within other gains (losses) in the period in which it arise.

Subsequent to initial measurement financial liabilities are either classified as amortized cost or FVTPL when the Company revises its estimates of payments of a financial liability to reflect actual and revised estimated contractual cash flows. Gross carrying amount of the amortized cost of the financial liability as the present value of the estimated future contractual cash flows that are discounted adjustment is recognized in income.

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

The following summarizes the Company's classification and measurement of financial assets and liabilities as at September 30:

	Classification and Measurement Method	2020	2019
Financial assets:			
Cash	FVTPL	\$ 92,661	\$ 95,571
Accounts receivable	Amortized cost	1,877,009	1,709,470
Financial liabilities:			
Accounts payable and accrued liabilities	Amortized cost	\$ 1,488,312	\$ 1,462,616
Bank Indebtedness	Amortized cost	-	1,400,000
Non-convertible debentures	Amortized cost	1,221,617	1,199,619
Convertible debentures	Amortized cost	1,804,195	1,678,814
Long-term-debt	Amortized cost	2,606,733	2,461,126

**Inventories**

Inventory is carried at the lower of cost and market. Cost consists of direct materials, direct labour and an overhead allocation and is determined on a first-in, first-out basis. Market is defined as net realizable value, which is defined as the summation of the estimated selling price less the cost to complete less the cost to sell. Management reviews its reserve for obsolete inventory at each reporting date for finished goods and work-in-process.

**Property, plant and equipment**

Property, plant and equipment are measured at cost less accumulated depreciation and impairment (if any). Cost includes the cost of material, labour and other costs directly attributable to bringing the asset to a working condition for its intended use.

Depreciation is calculated at rates which will reduce the original cost to estimated residual value over the estimated useful life of each asset. Depreciation commences once the asset is available for use.

Depreciation is provided for at the following basis and rates:

Research and development equipment	Declining balance, 10-100%
Other equipment and fixtures	Declining balance, 10-30%
Buildings	Straight line, 50 years

Land is not depreciated. Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if appropriate.

**Intangible assets**

Intangible assets include technology costs, patents, trademarks and licenses. Each is recorded at cost and amortized on a straight-line basis over the term of the agreements or useful life of the asset. Amortization commences when the intangible asset is available for use. Intangibles with definite lives but not yet available for use are assessed at least annually for impairment or more frequently if there are indicators of impairment.

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)****Impairment of long-lived assets**

An impairment charge is recognized for long-lived assets, including intangible assets with definite lives, when an event or change in circumstances indicates that the assets' carrying value may not be recoverable. The impairment loss is calculated as the difference between the carrying value of the asset and the recoverable amount. The recoverable amount is the higher of the fair value less costs to sell and value in use.

**Borrowing costs**

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period they are incurred.

**Share-based compensation**

The Company applies the fair value method of accounting for share-based compensation for awards granted to officers, directors and employees of the Company. The fair value of the award at the time of granting is determined using the Black-Scholes option pricing model, and recognized as a compensation expense over the vesting period with an offsetting amount recorded to contributed surplus. Each tranche in an award is considered a separate award with its own vesting period and grant date fair value.

Share options issued to consultants of the Company are based on the fair value of the services provided. The amount of the compensation cost recognized at any date at least equals the value of the portion of the options vested at that date. When stock options are exercised, the consideration paid by employees or directors, together with the related amount in contributed surplus, is credited to share capital. When an employee leaves the Company, vested options must be exercised within 90 days, or the options expire. Any options that are unvested are reversed in the period that the employee leaves. No forfeiture rate is incorporated into the assumptions on awarding options. To the extent actual forfeitures occur, share-based compensation related to these awards will be different from the Company's estimate and are revised.

**Foreign currency translation**

For each entity, the Company determines the functional currency and items included in the financial statements of each entity are measured using the functional currency, which represents the currency of the primary economic environment in which each entity operates.

Foreign currency denominated revenues and expenses are translated by use of the exchange rate in effect at the end of the month in which the transaction occurs. Foreign currency denominated monetary assets and liabilities are translated at the period-end date. Exchange gains and losses arising on these transactions are included in the consolidated statements of income (loss) and comprehensive income (loss) for the period.

**Income (loss) per common share**

The Company calculates basic income per share amounts for profit or loss attributable to ordinary equity holders. Basic income (loss) per share is calculated using the weighted average number of common shares outstanding during the period. Diluted income per share is calculated in the same manner as basic income per share except for adjusting the profit or loss attributable to ordinary equity holders and the weighted average number of shares outstanding for the effects of all dilutive potential ordinary shares.

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)****Deferred taxes**

Deferred income tax assets and liabilities are recognized for the estimated income tax consequences attributable to differences between financial statement carrying amounts of assets and liabilities and their respective income tax bases. Deferred income tax assets are recognized to the extent that it is probable that future taxable income will be available against which temporary differences can be utilized. Deferred income tax assets and liabilities are measured using tax rates expected to be in effect when the temporary differences are expected to be recovered or settled. The effects of changes in income tax rates are reflected in deferred income tax assets and liabilities in the year that the rate changes are substantively enacted, with a corresponding charge to income. The amount of deferred tax assets recognized is limited to the amount that is more likely than not to be realized.

**Research and development expenses**

Costs associated with research and development activities are expensed during the year in which they are incurred net of tax credits earned, except where product development costs meet the criteria under IFRS for deferral and amortization.

**Investment tax credits**

The Company is entitled to Canadian federal and provincial investment tax credits which are earned as a percentage of eligible research and development expenditures incurred in each taxation year. Investment tax credits are accounted for as a reduction of the related expenditure for items of a current nature and a reduction of the related asset cost for items of a long-term nature. These credits are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the credits in the foreseeable future.

**Finance lease obligation**

Leases that transfer substantially all of the benefits and risks of ownership of the asset to the Company are accounted for as finance leases. At the time a finance lease is entered into, an asset is recorded together with its related long-term obligation, reflecting the fair value of future lease payments, discounted at the appropriate interest rates. Finance lease obligations are amortized over their estimated useful lives at the same rates used for other equipment and fixtures. All other leases are classified as operating leases and expensed on a straight-line basis.

**Leases – policy applicable from October 1, 2019***The Company as lessee*

The Company determines whether a contract is or contains a lease at inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

*(i) Right-of-use assets*

The Company recognizes a right-of-use asset and a lease liability based on the present value of future lease payments when the lessor makes the leased asset available for use by the Company. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are subject to impairment.

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)****Leases – policy applicable from October 1, 2019 (Continued)***(ii) Lease liabilities*

The Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term, discounted using the interest rate implicit in the lease. The lease payments include fixed payments (including in-substance fixed payments), variable payments that depend on an index or a rate, renewal options that are reasonably certain to be exercised less any lease incentives receivable. Variable lease payments that do not depend on an index or rate are recognized as an expense in the period in which the event that triggers the payment occurs. In addition, the carrying amount of lease payments is reassessed if there is a modification, a change in the lease term or a change in the in-substance fixed lease payments. The Company has elected to apply the practical expedient to not separate the lease component and its associated non-lease component.

Management exercises judgment in the process of applying IFRS 16 and determining the appropriate lease term on a lease by lease basis. Renewal options are only included if Management are reasonably certain that the option will be renewed.

As most of the Company's operating lease contracts do not provide the implicit interest rate, nor can the implicit interest rate be readily determined, the Company uses its incremental borrowing rate as the discount rate for determining the present value of lease payments. The Company's incremental borrowing rate for a lease is the rate that the Company would pay to borrow an amount necessary to obtain an asset of a similar value to the right-of-use asset on a collateralized basis over a similar term.

*(iii) Short term leases and leases of low-value assets*

The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases of property, plant and equipment that have a lease term of 12 months or less and leases of low-value assets, e.g. laptop computers. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

**Government Financing and Assistance**

Government assistance that requires repayment and that is non-interest bearing is accounted for at its fair value, based on management's best estimate. The difference between the assistance amount and its fair value is accounted for as a government grant and recognized in income over the period in which the related costs they are intended to compensate are recognized.

In fiscal 2020, the Company determined that it was eligible for the Canada Emergency Wage Subsidy. Funding from this program provides a reimbursement for a portion of salaries paid out to employees during the COVID-19 pandemic and is recorded as a reduction of salary expense when eligible expenditures are made and there is reasonable assurance of realization.

**4. IMPACT OF NEW ACCOUNTING STANDARDS****NEW ACCOUNTING PRONOUNCEMENTS ADOPTED IN FISCAL 2020**

The Company has adopted new amendments to the following accounting standards effective October 1, 2019. The effect of these pronouncements on the Company's results and operations are described below.

***IFRS 16, Leases ("IFRS 16")***

On January 13, 2016, the IASB issued IFRS 16, which outlines requirements for lessees to recognize assets and liabilities for most leases. Lessees are required to recognize the lease liability for the obligations to make lease payments and a right-of-use asset for the right to use the underlying asset for the lease term. Lease liability is measured at the present value of lease payments to be made over the term of the lease. The right-of-use asset is initially measured at the amount of the lease liability and adjusted for prepayments, direct costs and incentives received.

IFRS 16 – *Leases* supersedes IAS 17 – *Leases*, IFRIC 4 – *Determining whether an Arrangement contains a Lease*, SIC 15 – *Operating Leases - Incentives* and SIC 27 – *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for most leases under a single on-balance sheet model.

Lessor accounting is substantially unchanged from IAS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in IAS 17. The Company is not currently a lessor.

The Company applied IFRS 16 using the modified retrospective approach. Accordingly, the comparative information presented for 2019 has not been restated. The lease liabilities were recorded as the present value of the remaining lease payments discounted at the Company's incremental borrowing rate as at the date of application. The right-of-use assets were recorded at an amount equal to the lease liabilities, adjusted for any prepaid or accrued lease payments (nil).

The Company elected to use the practical expedient on transition allowing the standard to be applied only to contracts that were previously identified as leases under IAS 17 at the date of initial application. The Company also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option ('short-term leases'), and lease contracts for which the underlying asset is of low value ('low-value assets').

The Company did not change the initial carrying amounts of recognized assets and liabilities at the date of initial application for leases previously classified as finance leases (i.e., the right-of-use assets and lease liabilities equal the lease assets and liabilities recognized under IAS 17). The requirements of IFRS 16 was applied to these leases from October 1, 2019. The opening right-of-use assets includes \$319,321 that was previously recognized as a lease asset and the opening lease liability included \$249,527 that was previously recognized as a lease liability under IAS 17.

***Impact on the financial statements on transition***

On transition to IFRS 16 at October 1, 2019, the Company recognized right-of-use assets of \$763,541 and lease liabilities of \$693,747, respectively. There was no impact on retained earnings.

Lease liabilities for leases that were classified as operating leases at September 30, 2019 were discounted using the incremental borrowing rate at October 1, 2019. The weighted average rate applied was 3.7%.

**4. IMPACT OF NEW ACCOUNTING STANDARDS (Continued)****NEW ACCOUNTING PRONOUNCEMENTS ADOPTED IN FISCAL 2020 (Continued)**  
**IFRS 16, Leases (“IFRS 16”) (Continued)**

Activity within right-of-use assets and lease liabilities during the period were as follows:

	Right-of-Use Assets		Lease
	Property	Equipment	Liabilities
Balance, October 1, 2019	\$ 419,843	\$ 343,698	\$ 693,747
Additions	-	6,695	6,695
Depreciation Expense	(74,088)	(47,600)	-
Interest Accretion	-	-	15,146
Payments	-	-	(173,649)
<b>Balance, September 30, 2020</b>	<b>\$ 345,755</b>	<b>\$ 302,793</b>	<b>\$ 541,939</b>

Right-of-use assets are included in property, plant and equipment on the statement of financial position.

**IFRS Interpretation Committee Interpretation 23, Uncertainty over Income Tax Treatments (“IFRIC 23”)**

IFRIC 23 was issued in June 2017 and is effective for years beginning on or after January 1, 2019 and was adopted by the Company effective October 1, 2019, to be applied retrospectively. IFRIC 23 provides guidance on applying the recognition and measurement requirements in IAS 12, Income Taxes, when there is uncertainty over income tax treatments including, but not limited to, whether uncertain tax treatments should be considered together or separately based on which approach better predicts resolution of the uncertainty. The adoption of this interpretation did not have a material impact on the consolidated financial statements.

**5. INVENTORIES**

Inventories consist of the following:

	September 30, 2020	September 30, 2019
Raw materials	\$ 710,587	\$ 496,021
Work in process	1,122,584	1,387,824
Finished goods	2,459,493	2,596,347
	<b>\$ 4,292,664</b>	<b>\$ 4,480,192</b>

During the year ended September 30, 2020, inventories in the amount of \$5,808,978 (2019 - \$6,796,735) were recognized as an expense through cost of sales. The allowance for inventory impairment as at September 30, 2020 was \$241,378 (September 30, 2019 - \$55,747).

**MICROBIX****Notes to the Consolidated Financial Statements  
As at and for the years ended September 30, 2020 and 2019****Canadian Funds****6. PROPERTY, PLANT AND EQUIPMENT**

The freehold land and buildings have been pledged as security for bank loans under a mortgage (see Note 9). Property, plant and equipment consists of:

	Building	Research and Development Equipment	Other Equipment and Fixtures	Right of Use Assets	Land	Total
<b>COST</b>						
Balance, as at September 30, 2018	\$ 4,923,033	\$ 500,709	\$ 5,349,475	\$ -	\$ 800,000	\$ 11,573,217
Additions	64,074	16,422	352,737	-	-	433,233
Disposals	-	-	-	-	-	-
Balance, as at September 30, 2019	\$ 4,987,107	\$ 517,131	\$ 5,702,212	\$ -	\$ 800,000	\$ 12,006,450
IFRS 16 Adoption (Note 4)	-	-	(403,989)	848,209	-	444,220
Additions	179,818	40,177	592,713	6,695	-	819,403
Disposals	-	-	-	-	-	-
<b>Balance, as at September 30, 2020</b>	<b>5,166,925</b>	<b>557,308</b>	<b>5,890,936</b>	<b>854,904</b>	<b>800,000</b>	<b>13,270,073</b>
<b>ACCUMULATED DEPRECIATION</b>						
Balance, as at September 30, 2018	1,406,798	423,354	3,096,334	-	-	4,926,487
Depreciation	167,060	10,635	251,888	-	-	429,583
Disposals	-	-	-	-	-	-
Balance, as at September 30, 2019	1,573,858	433,989	3,348,222	-	-	5,356,070
IFRS 16 Adoption (Note 4)	-	-	(84,668)	84,668	-	-
Depreciation	170,986	12,518	245,656	121,688	-	550,848
Disposals	-	-	-	-	-	-
<b>Balance, as at September 30, 2020</b>	<b>1,744,844</b>	<b>446,507</b>	<b>3,509,210</b>	<b>206,356</b>	<b>-</b>	<b>5,906,917</b>
<b>NET BOOK VALUE</b>						
Balance, September 30, 2019	3,413,249	83,142	2,353,990	-	800,000	6,650,380
<b>Balance, September 30, 2020</b>	<b>\$ 3,422,081</b>	<b>\$ 110,801</b>	<b>\$ 2,381,726</b>	<b>\$ 648,548</b>	<b>\$ 800,000</b>	<b>\$ 7,363,155</b>

**MICROBIX****Notes to the Consolidated Financial Statements  
As at and for the years ended September 30, 2020 and 2019****Canadian Funds****7. INTANGIBLE ASSETS**

Intangible assets consist of:

	Capitalized Development Costs		Patents and Trademarks		Total
	Bioreactor (b)	Kinlytic® (a)	QAPs (c)		
<b>COST</b>					
Balance, as at September 30, 2018	\$ 2,088,575	\$ 3,078,585	\$ -	\$ 5,167,160	
Additions	-	-	81,568	81,568	
Balance, as at September 30, 2019	2,088,575	3,078,585	81,568	5,248,728	
Additions	-	-	1,200	1,200	
Impairment (a)	-	(3,078,585)	-	(3,078,585)	
<b>Balance, as at September 30, 2020</b>	<b>2,088,575</b>	<b>-</b>	<b>82,768</b>	<b>2,171,343</b>	
<b>ACCUMULATED AMORTIZATION</b>					
Balance, as at September 30, 2018	150,842	-	-	150,842	
Amortization expense	139,238	-	-	139,238	
Balance, as at September 30, 2019	290,080	-	-	290,080	
Amortization expense	139,239	-	-	139,239	
<b>Balance, as at September 30, 2020</b>	<b>429,319</b>	<b>-</b>	<b>-</b>	<b>429,319</b>	
<b>NET BOOK VALUE</b>					
Balance, as at September 30, 2019	1,798,495	3,078,585	81,568	4,958,648	
<b>Balance, as at September 30, 2020</b>	<b>\$ 1,659,256</b>	<b>\$ -</b>	<b>\$ 82,768</b>	<b>\$ 1,742,024</b>	

The Bioreactor intangible asset is depreciated on a straight line basis at a rate of 7%. At each reporting date, the Company is required to assess its long-lived assets for potential indicators of impairment. If any such indication exists, the Company estimates the recoverable amount of the asset or CGU and compares it to the carrying value. In addition, irrespective of whether there is any indication of impairment, the Company is required to test long-lived assets with definite lives which are not yet available for use at least annually.

**7. INTANGIBLE ASSETS (Continued)****a) Kinlytic®**

The Company acquired the assets and rights pertaining to development, production, and licensing of Kinlytic® from ImaRX Therapeutics, Inc. in 2008. The asset is not yet available for use as management has determined that it will require an investment of approximately US\$20 million to validate the new manufacturing needed pursuant to filing a supplemental Biologics Licensing Application (sBLA) with the United States Food and Drug Administration in order to return the product to that market.

The COVID-19 pandemic has increased the difficulty of partnering Kinlytic to obtain the required re-development funding. This is for two reasons: (i) the pandemic has disrupted the business of the hospital-oriented product companies that are the logical partners for this asset (due to fewer normal-course procedures being done) and thereby constrained the new product budgets of such companies, and (ii) ongoing restrictions on physical travel (i.e., closed borders, quarantines, etc.) are making it more difficult to advance negotiations, conclude partnerships, and manage off-site manufacturing or clinical trial work.

Accordingly, Microbix cannot represent a precise timeline for securing a funding partner to advance the re-development of Kinlytic to sBLA filing and renewed commercial sales. In accordance with IAS 36, Impairment of Assets, the Company determined that the recoverable amount of the Kinlytic® asset does not support its continued value and wrote-down the asset, which is presented as an impairment of long-lived assets of \$3,078,586 in the consolidated statement of income (loss) and comprehensive income (loss).

**b) Bioreactor**

The Company has internally developed an improved bioreactor production process (“Bioreactor”) to increase the efficiency and output of manufacturing certain Antigen products.

**c) Quality Assessment Products (“QAPs”)**

To enhance its QAPs business of providing sample mimics for use in quality checks across various laboratory test applications, Microbix has been developing intellectual property. Accordingly, it has capitalized various patent application costs. When the resulting patent issues in key markets, those costs will begin to be amortized in accordance with IFRS standards.

**8. DEBENTURES**

The Company has convertible and non-convertible debentures issued and outstanding as at September 30, 2020. The carrying values of the debt component of these debentures are as follows:

	Non-convertible debentures		Total non-convertible debentures	Convertible debentures			Total convertible debentures
	(a)	(b)		(c)	(d)	(e)	
Date of issue	Jan, 2014	Apr, 2017		Oct, 2016	Oct, 2016	Oct, 2016	
Face value	\$ 2,000,000	\$ 500,000	\$ 2,500,000	\$ 1,500,000	\$ 500,000	\$ 2,500,000	\$ 4,500,000
Liability component at the date of issue	928,373	268,955	-	461,550	223,050	780,750	-
Balance, September 30, 2018	879,140	304,875	1,184,015	483,330	280,475	821,630	1,585,435
Accretion	79,323	35,890	115,213	17,045	44,434	31,900	93,379
Repayments	(99,609)	-	(99,609)	-	-	-	-
Balance, September 30, 2019	858,854	340,765	1,199,619	500,375	324,909	853,530	1,678,814
Accretion	82,483	48,019	130,502	22,991	59,452	42,938	125,381
Repayments	(108,504)	-	(108,504)	-	-	-	-
<b>Balance, September 30, 2020</b>	<b>832,833</b>	<b>388,784</b>	<b>1,221,617</b>	<b>523,366</b>	<b>384,361</b>	<b>896,468</b>	<b>1,804,195</b>
Less: current portion	118,980	388,784	507,764	-	384,361	-	384,361
Non-current portion	713,853	-	713,853	523,366	-	896,468	1,419,834
<b>Balance, September 30, 2020</b>	<b>\$ 832,883</b>	<b>\$ 388,784</b>	<b>\$ 1,221,617</b>	<b>\$ 523,366</b>	<b>\$ 384,361</b>	<b>\$ 896,468</b>	<b>\$ 1,804,195</b>
Equity component at September 30, 2020	-	-	-	574,435	631,222	1,698,132	2,903,789
Conversion price per common share	\$ -	\$ -		\$ 0.23	\$ 0.23	\$ 0.23	
Effective interest rate charged	25.69%	30.20%		31.07%	30.20%	30.85%	
Payment frequency	Quarterly	Quarterly		Quarterly	Quarterly	Quarterly	
Maturity of financial instrument	Jan, 2029	Apr, 2022		Jan, 2029	Feb, 2022	Sep, 2028	
Stated interest rate	9%	12%		9%	9%	9%	
Terms of repayment	Principal and interest	Interest only		Interest only	Interest only	Interest only	
Blended quarterly repayment	\$ 61,071	N/A		N/A	N/A	N/A	

The debentures denoted as (a), (c), and (e) above are secured against the real property and the personal property of the Company including, without limiting the foregoing, a registered second mortgage on the property at 265 Watline Avenue, Mississauga, Ontario, in favour of the holder, its successors and assigns subordinate only to indebtedness to a Canadian chartered bank or similar financial institution on normal commercial terms up to their maximum principal. The debentures denoted as (b) and (d) are secured by a subordinated security agreement covering all of the Company's property and assets.

Convertible debentures contain two components: liability and equity elements. The equity element is presented in equity under the heading of "equity component of debentures". Convertible debentures are initially accounted for in accordance with their substance and are presented in the consolidated financial statements in their component parts measured at the time of issue. The debt components were valued first with the residual to shareholders' equity. The convertible debentures are convertible at the option of the holder, at any time, into fully paid and non-assessable common shares of the Company at the conversion price then in effect.

All of the debentures were issued to shareholders of the Company. A holder of a debenture has an economic interest in future earnings of the Lumisort asset and will receive a distribution equal to 10% of any future earnings that are derived from the Lumisort asset. Over the term of the convertible debentures, the debt components will be accreted to the face value of the debentures by the recording of additional interest expense using the effective interest rate, as detailed above.

**9. LONG-TERM DEBT, BANK INDEBTEDNESS AND OTHER DEBT**

a) The Company has term loans with the Business Development Bank (“BDC”) for a variety of purposes. The following summarizes these loans as at September 30, 2020:

Term Loans with the Business Development Bank (“BDC”)	(a)	(b)	(c)	(d)	(e)	(f)	Total
Effective date of loan	Jun, 2008	Oct, 2014	Oct, 2015	Oct, 2015	Nov, 2015	Jul, 2018	
Initial Loan Amount	\$ 3,000,000	\$ 615,000	\$ 50,000	\$ 200,000	\$ 250,000	\$ 323,906	\$ 4,438,906
Balance, September 30, 2018	2,157,580	225,500	15,600	89,910	112,320	298,336	2,899,246
Proceeds from loan	-	-	-	-	-	-	-
Loan repayments during the period	(111,120)	(123,000)	(12,480)	(39,960)	(49,920)	(101,640)	(438,120)
Balance, September 30, 2019	2,046,460	102,500	3,120	49,950	62,400	196,696	2,461,126
Proceeds from loan	-	-	-	-	-	286,094	286,094
Loan repayments during the period	(111,120)	(102,500)	(3,120)	(39,960)	(49,920)	(101,640)	(408,260)
<b>Balance, September 30, 2020</b>	<b>\$ 1,935,340</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 9,990</b>	<b>\$ 12,480</b>	<b>\$ 381,150</b>	<b>\$ 2,338,960</b>
Current Portion	111,120	-	-	9,990	12,480	101,640	\$ 235,230
Non-current portion	1,824,000	-	-	-	-	279,510	2,103,730
Payment frequency	Monthly	Monthly	Monthly	Monthly	Monthly	Monthly	
Maturity of loan	Feb, 2038	Jul, 2020	Dec, 2019	Dec, 2020	Dec, 2020	Jun, 2024	
Terms of repayment	Principal and interest						

Notes: (a) Loan for the purchase of manufacturing facility and building improvements.  
(b) Loan for the purchase of equipment for our bioreactor project  
(c) Loan for the purchase of building improvements.  
(d) Loan for the purchase of manufacturing equipment  
(e) Working Capital loan  
(f) Loan for the purchase of manufacturing equipment

All BDC loans have a floating interest rate based on BDC’s floating base rate plus 0.5% - 1.8%. At September 30, 2020, the rate was 5.05% (2019 – 6.55%). The loans are secured with the building and equipment.

On May 3, 2017, the Company signed an agreement with Business Development Corporation for a new equipment credit facility in the amount of \$610,000. On July 4, 2018 the Company received funds in the amount of \$323,906, drawn on this facility. During Q1 2020, the Company received the remaining funds of \$286,094.

As at September 30, 2020, the commitments for the next five fiscal years and thereafter for the BDC loans is as follows:

	Amount
2021	\$ 235,230
2022	212,760
2023	212,760
2024	187,350
2025	111,120
2026 and thereafter	\$ 1,379,740

**9. LONG-TERM DEBT, BANK INDEBTEDNESS AND OTHER DEBT (Continued)**

b) On September 18, 2019, the Company received approval from its Chartered Bank to increase the borrowing limit on its line of credit to \$2.0 million. This line of credit bears interest at prime plus 2% (4.45% on September 30, 2020).

As at September 30, 2020 the Company had no funds drawn on the facility (September 30, 2019- \$1,400,000). The Company's usage of this facility varies across its manufacturing, sales and AR collection cycles.

c) On July 29, 2019, the Company signed an agreement with Federal Economic Development Agency for Southern Ontario to provide a repayable government contribution where the Federal Development Agency has agreed to contribute funding for 30% of the Business Scale-up and Productivity Project expenditures made by the Company, up to \$2,752,500 over the next four years. The Company is required to submit eligible expenses on a quarterly basis to receive the interest-free contributions. Repayment of the contribution does not begin until December 15, 2024. As at September 30, 2020, the Company has received contributions totalling \$455,991 (September 30, 2019 – nil). The Company determined that the "Loan" consists of two components: an obligation to repay; and a government grant in the form of exemption from interest. The Company fair valued the obligation to repay at \$267,771, based on a discount rate of 8%, which represents management's best estimate of fair value. The residual amount of \$188,491 is allocated to the associated government grant and recognized as income over the period in which the related costs they are intended to compensate are recognized. As at September 30, 2020, the carrying value of the Loan is \$267,770 (September 30, 2019 – nil) and \$111,210 is recognized as a deferred grant within deferred revenue on the statement of financial position (September 30, 2019 – nil).

The Company is in compliance with the covenants associated with this loan as at September 30, 2020.

The estimated repayments on the existing term facilities in future fiscal years are as follows:

Fiscal Years	Amount
2025	\$ 75,998
2026	91,198
2027	91,198
2028	91,198
2029	91,198
2030	15,200

**10. SHARE CAPITAL**

The Company is authorized to issue an unlimited number of common shares with no par value and an unlimited number of preference shares with no par value.

On January 30, 2020, the Company completed a private placement offering of an aggregate of 11,800,000 units for total gross proceeds of \$2,360,000, net proceeds of \$2,150,759 after share issuance costs of \$209,242. Each unit consists of one common share of Microbix and one common share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share at an exercise price of \$0.36 for five years. Fair value of the common share purchase warrants was determined to be \$ 1,205,892. Gross proceeds were allocated to common shares and common share purchase warrants in the amount of \$ 1,611,450 and \$748,550 respectively. The financing was non-brokered. Cash commissions of \$104,300 were paid and an aggregate of 521,500 Broker's Warrants were issued in the private placement offering. Fair value of the broker warrants was determined to be \$42,476 using the Black-Scholes option pricing model. The volatility of the stock for the Black-Scholes options pricing model was based on 5-year historic volatility of the Company's stock price (69%) and the risk free rate of interest of 1.38% is based upon the Government of Canada benchmark bond yields - 3 to 5 year at the date of the award of the Broker's warrants and a five year term. Management believes that the historic stock volatility provides a fair and appropriate basis of estimate for the expected future volatility of the stock. Each Broker's Warrant entitles the holder to purchase one common share at a price of \$0.36 for a period of five years. All securities issued under the private placement will be subject to a holding period, expiring four months and one day from the date of closing.

The number of issued and outstanding common shares and the stated capital of the Company are presented below:

	Number of Shares	Stated Capital
Balance, as at September 30, 2019	96,972,705	\$ 33,912,460
Issued on private placement	11,800,000	1,444,684
<b>Balance, as at September 30, 2020</b>	<b>108,772,705</b>	<b>\$ 35,357,144</b>

**11. COMMON SHARE PURCHASE WARRANTS**

A continuity of the Company's warrants outstanding as at September 30, 2020 is presented in the following table:

	Units	Weighted average exercise price
Balance, September 30, 2018	15,168,579	\$ 0.40
Issued	-	-
Expired	(3,449,763)	0.55
Balance, September 30, 2019	11,718,816	0.36
Issued (see note 10)	12,321,500	0.36
Expired	(755,764)	0.34
<b>Balance, September 30, 2020</b>	<b>23,284,552</b>	<b>\$ 0.36</b>

A summary of the Company's warrants outstanding as at September 30, 2020 and 2019 is presented in the following table:

	September 30, 2020			September 30, 2019		
	Number outstanding	Weighted average exercise price	Weighted average remaining contractual life years	Number outstanding	Weighted average exercise price	Weighted average remaining contractual life years
Range of exercise prices:						
\$0.47 to \$0.55	1,500,000	\$ 0.55	0.03	1,500,000	\$ 0.55	1.03
\$0.23 to \$0.46	21,784,552	0.35	2.66	10,218,816	0.33	1.37
	<b>23,284,552</b>	<b>\$ 0.36</b>	<b>2.49</b>	<b>11,718,816</b>	<b>\$ 0.36</b>	<b>1.32</b>

On September 28, 2020, the Company extended the term of an aggregate of 7,413,052 common share purchase warrants ("Warrants") by one year, which were issued in connection with Microbix's October, 2015 and October, 2017 private placement financings.

The Warrants now entitle holders to purchase common shares of Microbix at prices from \$0.36 to \$0.55 until October, 2021. All other Warrant terms remain unchanged.

**12. STOCK OPTION PLAN**

Under the Company's stock option plan, the Company may grant options to purchase common shares up to a maximum of 10% of the Company's issued and outstanding common shares. Under the plan as at September 30, 2020, the Company has a total of 10,040,000 options (September 30, 2019 – 7,738,000) issued and pending and is eligible to issue up to a total of 10,877,270 options.

The exercise price of each option equals no less than the market price at the date immediately preceding the date of the grant. In general, the Company's stock option plan vests options in equal amounts across a period following their issue date. The options granted during this year and future options grants will generally be vested in a single step on the third anniversary date following their issue. Management does not expect any remaining unvested stock options at the year-end to be forfeited before they vest.

The activity under the Company's stock option plan for year ended September 30, 2020 is as follows:

	Units	Weighted average exercise price
Balance, September 30, 2018	5,590,000	\$ 0.39
Stock options forfeited	(22,000)	0.54
Stock options issued	2,170,000	0.23
Balance, September 30, 2019	7,738,000	\$ 0.35
Stock options issued	2,350,000	0.22
Options Expired/Forfeited	(48,000)	0.54
<b>Balance, September 30, 2020</b>	<b>10,040,000</b>	<b>\$ 0.32</b>
<b>Exercisable, September 30, 2020</b>	<b>5,600,000</b>	<b>\$ 0.39</b>

The exercise price of each option equals the closing market price of the Company's capital stock on the day preceding the grant date. The following table reflects the number of options, their weighted average price and the weighted average remaining contract life for the options grouped by price range as of September 30, 2020 and 2019:

	September 30, 2020			September 30, 2019		
	Number outstanding	Weighted average exercise price	Weighted average remaining contractual life years	Number outstanding	Weighted average exercise price	Weighted average remaining contractual life years
Range of exercise prices:						
\$0.54	2,400,000	\$ 0.54	0.04	2,418,000	\$ 0.54	1.08
\$0.215 to \$0.28	7,640,000	\$ 0.25	3.09	5,320,000	\$ 0.26	3.72
	<b>10,040,000</b>	<b>\$ 0.32</b>	<b>2.36</b>	<b>7,738,000</b>	<b>\$ 0.39</b>	<b>3.41</b>

**12. STOCK OPTION PLAN (Continued)**

The fair value of options granted during fiscal 2020 was estimated at the grant date using the Black-Scholes options pricing model, resulting in the following weighted-average assumptions:

	2020		2019	
	Feb.2020	Aug.2020	Feb.2019	Apr.2019
Option Grant Dates				
Share price on issue date	\$0.215	\$0.28	\$0.23	\$0.25
Dividend yield	0%	0%	0%	0%
Volatility	69%	71%	67%	67%
Risk-free interest rate	1.4%	0.3%	0.5%	0.5%
Expected option life (years)	5	5	5	5
Weighted average fair value of each option (\$/option)	\$0.12	\$0.16	\$0.13	\$0.14

Stock options are assumed to be exercised at the end of the option's life, as management believes the probability of an early exercise is remote. During the year, the fair value of the options vested in the year were expensed and credited to contributed surplus. During the year, the Company recorded share-based compensation expense of \$158,836 (2019 - \$151,988).

**13. INCOME (LOSS) PER SHARE**

Basic income (loss) per share is calculated using the weighted average number of shares outstanding. Diluted income per share reflects the dilutive effect of the exercise of stock options, warrants and convertible debt. The following table reconciles the net income and the number of shares for the basic and diluted loss per share computations:

for the year ended September 30	2020	2019
Numerator for basic income (loss) per share:		
Net loss available to common shareholders	\$ (6,227,525)	\$ 31,918
Denominator for basic income (loss) per share:		
Weighted average common shares outstanding	104,839,372	96,972,705
Effect of dilutive securities:		
Warrants	-	105,325
Stock Options	-	7,022
Convertible debentures	-	-
Denominator for diluted net loss per share	104,839,372	97,085,052
Net income (loss) per share:		
Basic	(\$0.059)	\$0.000
Diluted	(\$0.059)	\$0.000

The following represents the warrants, stock options and convertible debentures not included in the calculation of diluted EPS due to their anti-dilutive impact:

for the year ended September 30	2020	2019
Pursuant to warrants	23,284,552	11,613,491
Under stock options	10,040,000	7,730,978
Pursuant to convertible debentures	19,565,217	19,565,217
	52,889,769	38,909,686

**MICROBIX****Notes to the Consolidated Financial Statements  
As at and for the years ended September 30, 2020 and 2019****Canadian Funds****14. EXPENSES BY NATURE**

The Company has chosen to present its consolidated statements of income (loss) and comprehensive income (loss) based on the functions of the entity and include the following expenses by nature for the year ended September 30:

*Depreciation and amortization*

	2020	2019
Included in:		
Cost of goods sold	\$ 598,003	\$ 553,346
General and administrative expenses	79,566	4,841
Research and development	12,518	10,635
<b>Total depreciation and amortization</b>	<b>\$ 690,087</b>	<b>\$ 568,822</b>

*Employee costs*

	2020	2019
Short-term wages, bonuses and benefits	\$ 5,809,758	\$ 6,074,929
Share based payments	114,980	151,987
<b>Total employee costs</b>	<b>5,924,738</b>	<b>6,226,916</b>

## Included in:

Cost of goods sold	\$ 2,972,026	\$ 3,135,253
Research and development	978,086	960,924
General and administrative expenses	1,489,355	1,656,456
Selling and business development	485,271	474,283
<b>Total employee costs</b>	<b>\$ 5,924,738</b>	<b>\$ 6,226,916</b>

During the year, the Company received \$531,760 in assistance from the Canada Emergency Wage Subsidy program. This subsidy has been recorded against the related employee costs.

**15. INCOME TAXES AND INVESTMENT TAX CREDITS**

Income taxes consist of the following, for the years ended September 30:

	2020	2019
Provision based on combined federal and provincial statutory rates of 25.00 % (2019 – 25.00%)	\$ (1,164,822)	\$ 7,980
Increase (decrease) resulting from:		
Non deductible expenses	343	869
Stock-based compensation	39,709	37,997
Change in deferred tax assets not recognized	2,747,317	(274,083)
Adjustment in respect of income taxes of prior year and other	(54,310)	239,000
<b>Income tax expense</b>	<b>\$ 1,568,237</b>	<b>\$ 11,763</b>

The Company has unclaimed research and development expenses and accumulated losses for income tax purposes. Certain amounts have been recognized to the extent that it is probable that there will be sufficient taxable income against which to utilize the benefits of the losses and expenses in the foreseeable future.

**MICROBIX****Notes to the Consolidated Financial Statements  
As at and for the years ended September 30, 2020 and 2019****Canadian Funds****15. INCOME TAXES AND INVESTMENT TAX CREDITS (Continued)**

The accumulated non-capital losses may be used to reduce taxable income in future years and must be claimed no later than September 30:

	\$
2032	1,026,000
2037	279,000
2040	481,000
	<u>1,786,000</u>

The significant components of deferred income tax assets are summarized as follows:

	2020	2019
Deferred income tax assets:		
Non-capital loss carry-forwards	\$ 446,404	\$ 576,538
Difference in net book value compared to undepreciated capital cost	3,376,299	2,657,633
Deferred financing fees and other reserves	132,468	78,165
Unclaimed research and development expenses	3,806,280	3,785,914
Lease liabilities	137,143	62,381
Deferred income tax liability related to debentures	(848,936)	(913,213)
Right of use assets	(90,290)	-
Tax assets not recognized	(6,959,369)	(4,679,181)
Deferred tax assets recognized	<u>\$ -</u>	<u>\$ 1,568,237</u>

In fiscal 2020 the Company incurred \$166,765 of share issuance costs which will be deducted from taxable income at \$33,353 over five years. The deferred tax assets for these transactions have not been recognized.

The unrecognized balance of federal research and development investment tax credits carried forward is \$3,156,533, reduced by a deferred tax liability of \$789,133. The credits expire between 2026 and 2040. The unrecognized portion of Ontario research and development tax credits carried forward is \$247,685 and these credits expire between 2030 and 2040. As a result of the uncertainty related to the impact of COVID-19 on the Company's business activities, the deferred tax asset of \$1,568,237 was fully written down as of September 30, 2020.

**16. CHANGES IN NON-CASH WORKING CAPITAL**

	2020	2019
Accounts receivable	\$ (167,539)	\$ (395,990)
Inventory	187,528	(33,224)
Prepaid expenses and other assets	(120,864)	70,764
Investment tax credits receivable	57,441	24,373
Deferred Revenue	486,784	(290,662)
Accounts payable and accrued liabilities	18,086	(303,976)
	<u>\$ 461,436</u>	<u>\$ (928,715)</u>

**17. FINANCIAL EXPENSES**

	2020	2019
Cash interest:		
Interest on long-term debt	\$ 144,899	\$ 175,798
Interest on debentures	600,780	609,675
Interest other	31,513	72,013
Non-cash interest:		
Accretion on debentures	255,883	208,592
Accretion interest expense	23,027	-
<b>Financial expenses</b>	<b>\$ 1,056,102</b>	<b>\$ 1,066,078</b>

**18. CAPITAL MANAGEMENT**

The Company's capital management objective is to safeguard its ability to function as a going concern to maintain and grow its operations and to fund its development activities. Microbix defines its capital to include the drawn portion of the revolving line of credit, shareholders' equity, long-term debt, and the debentures. The capital at September 30, 2020 was \$12,052,022 (September 30, 2019 - \$17,276,967).

To date, the Company has used cash provided by operating activities, common equity issues, debentures, bank mortgage and other financing to fund its activities. The equity is through private placements, the debentures are all controlled by private individuals known to the Company and the mortgage and other financing are with the Business Development Bank, FedDev and TD Bank. If possible, the Company tries to optimize its liquidity needs by non-dilutive sources, including cash provided by operating activities, investment tax credits, grants and interest income. The Company has a revolving line of credit of \$2,000,000 with its Canadian chartered bank, Note 9.

The Company's general policy is to not pay dividends and retain cash to keep funds available to finance the Company's growth. However, the Board of Directors may, from time to time, choose to declare a dividend in assets if warranted by circumstances. There was no change during the year in how the Company defines its capital or how it manages its capital.

**19. FINANCIAL INSTRUMENTS**

The Company categorizes its financial assets and liabilities measured at the fair value into one of three different levels depending on the observation of the inputs used in the measurement.

For the year ended September 30, 2020 and 2019, the Company has carried at fair value financial instruments in Level 1. At September 30, 2020, the Company's only financial instrument measured at fair value is cash, which is considered to be a Level 1 instrument. There were no transfers between levels during the year.

The three levels are defined as follows:

- a) Level 1: Fair value is based on unadjusted quoted prices for identical assets or liabilities in active markets.
- b) Level 2: Fair value is based on inputs other than quoted prices included within Level 1 that are not observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- c) Level 3: Fair value is based on valuation techniques that require one or more significant unobservable inputs.

**MICROBIX****Notes to the Consolidated Financial Statements  
As at and for the years ended September 30, 2020 and 2019****Canadian Funds****19. FINANCIAL INSTRUMENTS (Continued)**

	Date of valuation	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:				
Cash	30-Sep-20	\$ 92,661	-	-
Liabilities for which fair values are disclosed:				
Non-convertible debentures	30-Sep-20	-	-	\$ 1,221,617
Convertible debentures	30-Sep-20	-	-	1,804,195
Long-term-debt and other debt	30-Sep-20	-	\$ 2,606,733	-

	Date of valuation	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:				
Cash	30-Sep-19	\$ 95,571	-	-
Liabilities for which fair values are disclosed:				
Non-convertible debentures	30-Sep-19	-	-	\$ 1,199,619
Convertible debentures	30-Sep-19	-	-	1,678,814
Long-term-debt and other debt	30-Sep-19	-	\$ 3,861,126	-

The fair value of a financial instrument is approximated by the consideration that would be agreed to in an arm's length transaction between willing parties and through appropriate valuation methods, but considerable judgment is required for the Company to determine the value. The actual amount that could be realized in a current market exchange could be different than the estimated value.

The fair values of financial instruments included in current assets and current liabilities approximate their carrying values due to their short-term nature.

The fair value of the long-term debt is based on rates currently available for items with similar terms and maturities and is repriced to floating market interest rates and as such, the carrying value of the long-term debt and other debt approximates fair value. The convertible and non-convertible debenture fair values are estimated based on rates for items with similar terms and maturity. The fair values of financial instruments in other long-term liabilities approximate their carrying values as they are recorded at the net present values of their future cash flows, using an appropriate discount rate.

**20. FINANCIAL RISK MANAGEMENT**

The primary risks that affect the Company are set out below and the risks have not changed during the reporting periods. The list does not cover all risks to the Company, nor is there an assurance that the strategy of management to mitigate the risks is sufficient to eliminate the risk.

***Risks arising from financial instruments and risk management***

The Company's activities expose it to a variety of financial risks: market risk (including foreign exchange risk), credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

Risk management is the responsibility of the corporate finance function. Material risks are monitored and are regularly discussed with the Audit Committee of the Board of Directors.

***Credit risk***

The Company's cash is held in accounts or short-term interest bearing accounts at one of the major Canadian chartered banks. Management perceives the credit risk to be low. Typically the outstanding accounts receivable balance is relatively concentrated with a few large customers representing the majority of the value. As at September 30, 2020, five customers accounted for 74% (September 30, 2019 - five customers accounted for 78%) of the outstanding balance. In addition, for the year ended September 30, 2020, five customers accounted for 61% (September 30, 2019 - five customers accounted for 64%) of revenues. The Company has had minimal bad debts over the past several years and accordingly management has recorded an allowance of \$10,000 (September 30, 2019 - \$25,625).

Trade accounts receivable are aged as follows:

	September 30, 2020	September 30, 2019
Current	\$ 1,872,928	\$ 1,602,262
0 - 30 days past due	1,431	102,962
31 - 60 days past due	732	4,246
61 days and over past due	1,918	-
	\$ 1,877,009	\$ 1,709,470

**20. FINANCIAL RISK MANAGEMENT (Continued)*****Market risk and foreign currency risk***

Market risk is the risk that changes in market prices, such as foreign exchange rates, will affect the Company's income or the value of its financial instruments. The Company's activities that result in exposure to fluctuations in foreign currency exchange rates consist of the sale of products and services to customers invoiced in foreign currencies and the purchase of services invoiced in foreign currencies. The Company does not use financial instruments to hedge these risks.

As at September 30 the significant balances, quoted in Canadian dollars, held in foreign currencies are:

	U.S. dollars		Euros	
	2020	2019	2020	2019
Cash	\$ 15,397	\$ 88,820	\$ 1,551	\$ 5,223
Accounts receivable	1,186,876	797,352	273,858	591,454
Accounts payable and accrued liabilities	150,600	197,551	-	-

The Company's revenue and expenses by foreign currency for the years ended September 30, 2020 and 2019 are as follows:

	2020	2019
<b>Revenue</b>		
Euros	34%	45%
U.S. dollars	62%	53%
<b>Expenses</b>		
U.S. dollars	5%	7%

Based upon 2020 results, the impact of a 5% increase in the U.S. dollar against the Canadian dollar would result in an increase in annual U.S. dollar based revenue of approximately \$327,900 Cdn. The impact of a 5% increase in the Euro against the Canadian dollar would result in an increase in annual Euro based revenue of approximately \$180,200. Correspondingly, the impact of a 5% decrease in the U.S. dollar against the Canadian dollar would result in a loss in annual U.S. dollar based revenue of approximately \$327,900 Cdn. The impact of a 5% decrease in the Euro against the Canadian dollar would result in a loss in annual Euro-based revenue of approximately \$180,200.

***Liquidity risk***

Liquidity risk is the risk that the Company will encounter difficulties in meeting its financial liability obligations as they become due. The Company has a planning and budgeting process in place to help determine the funds required to support the normal operating requirements on an ongoing basis. The Company has financed its cash requirements primarily through issuance of securities, short-term borrowings, long-term debt and debentures. The Company controls liquidity risk through management of working capital, cash flows and the availability and sourcing of financing. Based on current funds available and expected cash flow from operating activities, management believes that the Company has sufficient funds available to meet its liquidity requirements for the foreseeable future. However, if cash from operating activities is significantly lower than expected, if the Company incurs major unanticipated expenses or the Company's borrowings are called, it may be required to seek additional capital in the form of debt or equity or a combination of both. Management's current expectations with respect to future events are based on currently available information and the actual outcomes may differ materially from those current expectations.

**20. FINANCIAL RISK MANAGEMENT (Continued)****Interest rate risk**

Financial instruments that potentially subject the Company to cash flow interest rate risk are those assets and liabilities with a variable interest rate. Interest rate risk exposure is primarily on the BDC debt that has a variable rate that is pegged to the bank rate. The rate can be fixed at the Company's option, if the outlook for interest rates should move higher. The only other variable debt the Company has is the \$2,000,000 line of credit that bears interest at the bank's prime lending rate plus 2.0%. A 1% increase in the bank rate would cost the Company approximately \$30,000 per year for BDC and about \$20,000 on the line of credit usage if it were fully used throughout the fiscal year.

**21. SEGMENTED INFORMATION**

The Company operates in two ways: (i) the development, manufacturing and sales of antigens as materials for the medical diagnostic industry or as quality assessment products and, (ii) the development and commercialization of novel and proprietary products or technologies such as Lumisort and Kinlytic. The following is an analysis of the Company's revenues and profits from continuing operations for the year ended September 30, segmented between antigens and Other (including Lumisort and Kinlytic):

	Segment revenue		Segment profit (loss)	
	2020	2019	2020	2019
Antigen and QAPs	\$ 10,514,847	\$ 13,412,341	\$ (1,433,098)	\$ 315,698
Other (Includes Kinlytic <sup>®</sup> and Lumisort <sup>™</sup> )	10,057	-	(3,226,191)	(272,017)
Total for continuing operations	\$ 10,524,904	\$ 13,412,341	\$ (4,659,288)	\$ 43,681

Segment revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the current period (2019 - \$Nil).

Segment loss represents the profit (loss) before tax earned by each segment without allocation of central administration costs, directors' fees, and finance costs. These general costs are reflected in the Antigen Products and Technologies segment. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

Segmented assets and liabilities as at September 30 are as follows:

	Segment assets		Segment liabilities	
	2020	2019	2020	2019
Antigen and QAPs	\$ 15,598,010	\$ 14,982,751	\$ 8,978,534	\$ 7,692,165
Other (Includes Kinlytic <sup>®</sup> and Lumisort <sup>™</sup> )	-	3,078,585	-	-
Total for continuing operations	\$ 15,598,010	\$ 18,061,336	\$ 8,978,534	\$ 7,692,165

All assets are allocated to reportable segments other than interests in associates and current and deferred tax assets. Assets used jointly by reportable segments are allocated on the basis of the revenues earned by individual reportable segments. All liabilities are allocated to reportable segments other than borrowings and current and deferred tax liabilities. Liabilities for which reportable segments are jointly liable are allocated in proportion to segment assets.

**21. SEGMENTED INFORMATION (Continued)**

Segmented depreciation and amortization, impairment of long-lived assets and additions to non-current assets as at September 30 are as follows:

	Depreciation and amortization		Additions to non-current assets		Impairment of long-lived assets	
	2020	2019	2020	2019	2020	2019
Antigens and QAPs	\$ 690,087	\$ 568,822	\$ 813,908	\$ 514,800	-	-
Other (Includes Kinlytic <sup>®</sup> and Lumisort <sup>™</sup> )	-	-	-	-	3,078,585	-
	<u>\$ 690,087</u>	<u>\$ 568,822</u>	<u>\$ 813,908</u>	<u>\$ 514,800</u>	<u>\$3,078,585</u>	<u>-</u>

**22. REVENUES AND GEOGRAPHIC INFORMATION**

The Company operates in three principal geographical areas – North America (where it is domiciled), Europe and in other foreign countries. The Company's revenue from external customers is tracked based on the bill-to location. Information about its non-current assets by location of assets are also detailed below. It should be noted that our distribution partner for Asia is based in the United States, so most sales destined to Asia are reflected in the North American total.

For the quarter ended September 30,	Revenue from external customers		Non-current assets	
	2020	2019	2020	2019
North America	\$ 5,590,760	\$ 4,958,987	\$ 9,105,179	\$ 13,177,265
Europe	4,854,353	8,129,031	-	-
Other foreign countries (directly)	79,791	324,323	-	-
	<u>\$10,524,904</u>	<u>\$ 13,412,341</u>	<u>\$ 9,105,179</u>	<u>\$ 13,177,265</u>

The following table reflects the movement in the Company's deferred revenues:

For the period ended September 30,	2020	2019
Balance, beginning of the year	\$ 640,463	\$ 931,125
Cash payments or advance payments on performance obligations	2,382,730	2,777,273
Revenue recognized during the year	(1,818,665)	(3,067,935)
Deferred government grants (see note 9)	111,210	-
<u>Balance, September 30</u>	<u>\$ 1,315,738</u>	<u>\$ 640,463</u>

**23. RELATED PARTY TRANSACTIONS***Key management compensation*

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company. Key management includes directors and key management executive officers. Compensation for the Company's key management personnel was as follows:

For the year ended September 30,	2020	2019
Short-term wages, bonuses and benefits	\$ 998,674	\$ 927,603
Share-based payments	77,392	99,945
Total key management compensation	\$ 1,076,066	\$ 1,027,548

**24. COMMITMENTS AND CONTINGENCIES***Payments on convertible and non-convertible debentures (Note 8)*

	Amount
2021	\$ 709,242
2022	1,657,992
2023	604,242
2024	604,242
2025	604,242
2026 and thereafter	5,923,681
	<u>\$ 10,103,641</u>

*Contingencies*

The Company is not party to any legal proceedings arising out of the normal course of business.

**25. COMPARATIVE CONSOLIDATED FINANCIAL STATEMENTS**

The comparative consolidated financial statements have been reclassified from statements previously presented to conform to the presentation of the 2020 consolidated financial statements.

**26. COMPARATIVE CONSOLIDATED FINANCIAL STATEMENTS**

On October 5, 2020, the Company signed a grant agreement with the Ontario Together Fund (“OTF”) of the Ministry of Economic Development, Job Creation and Trade. The grant of \$1.45 million will cover 50% of the cost to automate production of the Company’s quality assessment products (QAPs™) that help ensure the accuracy of infectious disease diagnostic testing, and enable local, secure, and cost-effective automated production of the quantities of viral transport media (“Media”) needed for Ontario’s nucleic-acid testing for COVID-19.

At the request of the Province of Ontario, the Company will now create a secure and locally-based supply of Media, any lack of which limits capacity for COVID-19 testing. It is the Company’s intention to begin production on a semi-automated basis before calendar year-end, and move to fully-automated production as soon as possible in 2021. OTF’s grant contribution will help fund automation at the Company’s 10,500 square foot production, packaging, and administrative site – to provide secure and cost-effective domestic supply of high quality Media. The grant will also be used toward funding automation of QAPs manufacturing, as needed to support growing unit volume requirements – as projected by lab accreditation agencies, diagnostic test-makers, clinical labs, and distributors. Lastly, the grant will assist Microbix in creating more highly-skilled jobs in science and manufacturing in Mississauga.