

ASX Announcement

20 October 2022

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Business Update and September 2022 Quarter Cashflow All figures in US\$ PCP = Previous Corresponding Period

Cogstate Ltd (ASX:CGS) has today released a business update and its Appendix 4C - Quarterly Cash Flow statement for the quarter ended 30 September 2022 (1Q23).

Highlights:

1Q23 CLINICAL TRIALS SALES CONTRACTS OF \$17.9M

• Down from PCP record of \$40.8M

1Q23 REVENUE OF \$8.9M

- Clinical Trials revenue of \$7.8m, down 30% compared to PCP
- Healthcare revenue of \$1.1m, no change compared to PCP

TOTAL CONTRACTED FUTURE REVENUE AS AT 30 SEPTEMBER 2022 - A RECORD OF \$148.3M, UP 14% COMPARED TO PCP

- Clinical Trials revenue backlog of \$110.5 million, up 26% compared to PCP
- Healthcare revenue backlog of \$37.8 million

TOTAL CASH OF \$30.8M AS AT 30 SEPTEMBER 2022

- 1Q23 cash inflow from operations of \$1.0m.
- Total cash as at 30 September 2022 increased \$0.2m from \$30.6m as at 30 June 2022

EISAI ANNOUNCES LECANEMAB CONFIRMATORY PHASE 3 CLARITY AD STUDY MET PRIMARY ENDPOINT

• On 28 September, Eisai Co. Ltd, Cogstate's commercial partner, announced that their Lecanemab confirmatory phase 3 Clarity AD study met primary endpoint, showing highly statistically significant reduction of clinical decline in a large global clinical study of 1,795 participants with early Alzheimer's disease.

GUIDANCE IN RESPECT OF 1H REVENUE

• Further commentary will be provided at the Cogstate Annual General Meeting of Shareholders, scheduled for Friday 4 November 2022 at 11am Australian eastern summer time.

	1Q23	1Q22	% Change
	US\$m	US\$m	PCP
Total revenue from ordinary activities	8.9	12.3	(27%)
- Clinical Trials revenue	7.8	11.1	(30%)
- Healthcare revenue	1.1	1.1	0%
- Research revenue	0.03	0.05	(23%)
Sales contracts executed	17.9	40.8	(56%)
Contracted future revenue	148.3	130.0	14%
Net operating cash flow	1.0	(0.3)	n/a
Total cash flow	0.2	0.4	(40%)
Net cash balance at end of period*	29.3	23.4	25%
Trade receivables	6.1	7.8	(22%)

* Calculated as gross cash less cash receipts received in advance for future pass-through charges.



Explanatory Notes

- 1. Sales contracts: In the Clinical Trials division, Cogstate enters into contracts ("sales contracts") with both pharmaceutical and biotechnology companies for the provision of Cogstate technology and services, for use in clinical research trials, to determine the extent to which their investigational compound is impacting the cognition of the patient population. The contract value will differ for each clinical trial, depending upon the scope of the technology and services provided by Cogstate, as well as the complexity and length of the trial. An increase in the total value of sales contracts executed will increase the revenue backlog and will, over time, result in an increase to revenue recognised by Cogstate.
- 2. Calculation of revenue from Clinical Trials division: Revenue from sales contracts is recognised over the life of the contract. The length of a clinical trial can vary from several months for a phase 1 study and up to 4-5 years for a phase 3 study. Revenue is recognised based upon achievement of pre-determined milestones. During each period, revenue may be recognised from (i) contracts in the backlog at the beginning of the period, as well as (ii) sales contracts executed during the period. Usually there is a time lag between an increase or decrease in the level of sales contracts executed and a corresponding change to recognised revenue.
- 3. **Contracted future revenue backlog:** Executed sales contract values that have not yet been recognised as revenue at period end are referred to as "contracted future revenue". The revenue from these contracts will be recognised upon achievement of pre-determined milestones throughout the clinical trials. The contracted future revenue figure provides insight into future revenue performance.
- 4. Healthcare revenue: Cogstate has developed tools specifically designed to aid healthcare professionals, in general and specialist practice medicine, with objective assessments of cognition in patients. Cogstate's Healthcare offering includes the system branded as Cognigram[™], a medical device which allows for regular and standardised testing to assist in the early detection of cognitive decline that could be related to a range of factors, including neurodegenerative diseases such as Alzheimer's disease.

On 26 October 2020, Cogstate announced an exclusive global licensing agreement with pharmaceutical company Eisai (was previously just Japan), under which Eisai will market Cogstate technology as digital cognitive assessment tools targeting physicians, corporations, municipalities and also directly to consumers.

Under the 10-year global (ex-Japan) agreement between Eisai and Cogstate executed on 26 October 2020:

- In addition to the upfront payments from Eisai of US\$15 million, Cogstate is also due to receive an ongoing royalty on revenue derived by Eisai from the sale of Cogstate technology. Over the course of the 10-year global agreement, the contractual terms prescribe that the royalty payments shall not be less than an additional \$30 million (\$10 million over years 1-5 and \$20 million over years 6-10).
- The full \$45m (upfront payment of \$15m plus the minimum royalties of \$30m due over the course of the global license agreement) is being amortised on a straight-line basis over 11 years (10-year term + 12 months to commence). Actual cash royalties paid in each period will be the higher of (i) royalty amount calculated based on sales of product or (ii) minimum annual cash royalty, which ramp up over the contract period.



Revenue

Revenue	1Q23	1Q22	Variance
	US\$ m	US\$ m	%
Clinical Trials	7.8	11.1	(30%)
Healthcare	1.1	1.1	0%
Research	0.03	0.05	(23%)
Total Revenue	8.9	12.3	(27%)

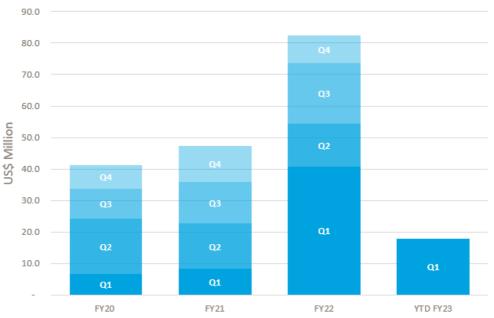
Cogstate reported quarterly revenue of \$8.9 million for 1Q23, down 27% on pcp (1Q22 \$12.3m).

1Q23 Clinical Trials revenue of \$7.8m was down 30% compared to pcp. Revenue has been impacted negatively by delays in a number of studies. We continue to be impacted by a slower than expected patient enrolment in a large key Alzheimer's study and have also seen an impact from smaller studies due to delays in patient visits and delays to study start-ups due to customer resourcing and protocol clarifications with the FDA. We expect revenue delays, which are timing issues only, to continue into 2Q23 but to largely recover in 2H23.

In Healthcare, 1Q23 revenue was primarily the recognition of approximately \$1.1m of deferred revenue associated with the Eisai licencing agreement.

Sales Contracts Executed

For the quarter ended 30 September 2022, Cogstate executed \$17.9 million of Clinical Trials sales contracts, net of cancellations (gross contracts \$19.0m), which represents one of the best quarterly results in our history. Alzheimer's again was a key driver, with 89% relating to Alzheimer's disease trials (including Dementia).



Clinical Trials Sales Contracts Executed

For context, a history of Clinical Trials sales contracts executed, per quarter, since 1 July 2019 is provided below:

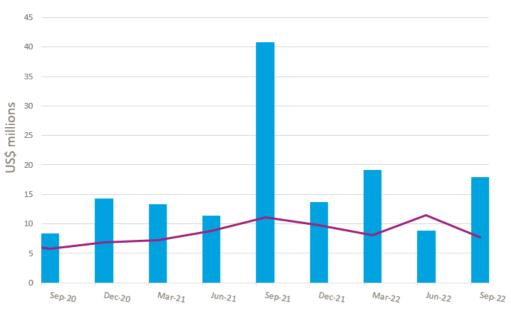
	Sep Quarter US\$m	Dec Quarter US\$m	1 st Half US\$m	Mar Quarter US\$m	Jun Quarter US\$m	2 nd Half US\$m	Financial Year US\$m
FY23 YTD	\$17.9						
FY22	\$40.8	\$13.7	\$54.5	\$19.2	\$8.8	\$28.0	\$82.5
FY21	\$8.3	\$14.3	\$22.6	\$13.3	\$11.4	\$24.7	\$47.3
FY20	\$6.7	\$17.5	\$24.2	\$9.4	\$6.5	\$15.9	\$40.2



Contracted Future Revenue

Total contracted future revenue increased to a record high of \$148.3m as at 30 September 2022 vs \$139.1m as at 30 June 2022. The contracted future revenue figure provides insight into future revenue performance of the Group.

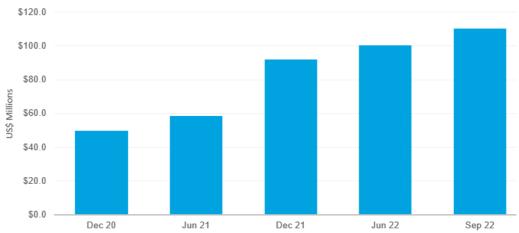
In Clinical Trials, contracted future revenue increased during 1Q23 with the value of contracts executed (\$17.9m) greater than Clinical Trials revenue recognised (\$7.8m).



Clinical Trials Sales Contracts vs Revenue Recognised

Clinical Trials Sales Contracts — Clinical Trials Revenue

The graph below shows significant growth within Clinical Trials contracted future revenue as at the end of each half year period since December 2020:



Clinical Trials Contracted Future Revenue

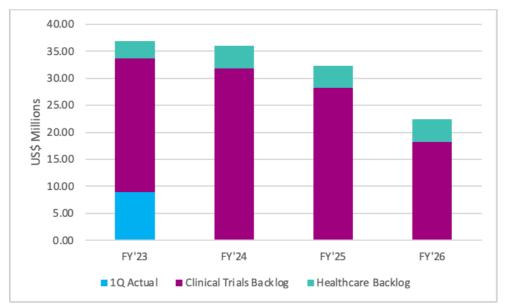
In Healthcare, a further \$37.8m of payments remains to be recognized in relation to the Eisai Global partnerships over the license periods.



The revenue backlog for both the Clinical Trials and Healthcare segments are highlighted in the table below.

	30 Sep 22	30 Jun 22	30 Sep 21
	US\$	US\$	US\$
Contracted Clinical Trials Revenue	110,496,069	100,242,981	88,015,983
Eisai Licence – Global (commercial years 1-10)	37,093,081	38,123,444	41,180,936
Eisai Licence – Japan (10 year licence)	690,391	715,576	790,309
Total Contracted Future Revenue	148,279,541	139,082,001	129,987,228

The expected run-off of future contracted revenue is shown in the chart below. For FY23, future contracted revenue is \$36.8m, and we have seen increases in both FY24 and FY25 contracted future revenue.



Contracted Future Revenue Run-Off

Eisai announce Lecanemab results.

On 28 September 2022, Eisai Co., Ltd (**Eisai**), a company incorporated in Japan and listed on the Tokyo Stock Exchange, announced that its confirmatory phase 3 Clarity AD study of experimental therapy, Lecanemab, met primary endpoint, showing a statistically significant reduction of clinical decline in a global clinical study of 1,795 participants with early Alzheimer's disease.

On 26 October 2020, Cogstate announced that it had entered into an agreement with Eisai to grant Eisai rights to exclusively develop and distribute Cogstate digital cognitive assessment technologies in healthcare and other markets worldwide. The agreement specifically excluded the Clinical Trials market, in which Cogstate continues to market its offering independently.

Since executing the agreement in October 2020, Eisai (which is also a substantial holder in the Company) and Cogstate have progressed commercial plans for launching digital brain health assessment solutions using Cogstate technologies, including both a direct-to-consumer self-check as well as a medical device, Cognigram[™], to aid healthcare professionals in clinical diagnosis decisions. It may be expected that such digital cognitive assessments will play an important role in supporting the type of large-scale cognitive assessment that will be necessary in the launch of disease modifying therapies for Alzheimer's disease.



Operating Cash Flow.

The table below summarises the cashflow for the quarter, while separating the cash flows that relate to passthrough expenses paid on behalf of Cogstate customers. Customer related pass-through for Cogstate is a timing difference only.

The summary shows a total operating cash inflow from operations of \$1.4 million during the quarter for Cogstate, less \$0.4 million related to customer related pass-through expenses, for a total net cash inflow from operations of \$1.0 million.

	Cogstate Operations	Customer Related Pass-Through Expenses	Total
	US\$m	US\$m	US\$m
Cash at 1 July 2022	28.7	1.9	30.6
Cash flow from operations			
Eisai upfront payment (net of costs)	-	-	-
Cash flow from ordinary operations	1.4	(0.4)	1.0
Total cash flow from operations	1.4	(0.4)	1.0
Cash flow from investing			
Capitalised software development	(0.7)	-	(0.7)
Property, Plant & Equipment	-	-	-
Interest received	0.1	-	0.1
Total cash flow from investing	(0.7)	-	(0.7)
Cash flow from financing			
Proceeds from the exercise of options	0.0	-	0.0
Principal portion of lease payments	(0.1)	-	(0.1)
Total cash flow from financing	(0.1)	-	(0.1)
Less Borrowings	-	-	-
Cash at 30 September 2022	29.3	1.5	30.8

- Net cash, excluding amounts held on behalf of customers for payment of pass-through expenses, increased by \$0.6 million during the quarter, to \$29.3 million.
- Cash receipts from customers totalled \$11.0 million for the quarter, consistent with the prior quarter (\$11.0m in 4Q22).
- Cogstate commenced invoicing Eisai for minimum quarterly royalty payments under the Global Agreement (excl. Japan) in 2Q22 and issues invoices on a quarterly basis.

Cash outflows relating to staff costs for the September quarter (\$6.4m) were \$3.1m higher than the 4Q22 quarter (\$3.3m) primarily due to the payment of annual bonuses, including on-costs, in September 2022 (approx \$3.7m), partially offset by the quarter to quarter decrease in the staff costs that were capitalised during 4Q22 for software development and accounted for within cash flows used for investment activities (\$1.7m).



Related Party Transaction

- As noted in item 6 of the Appendix 4C Cashflow Statement, payments made to related parties and their associates totalled \$714,453 for the quarter. The payments relate to:
 - Non-executive directors' fees paid to Martyn Myer, David Dolby, Richard Mohs, Richard van den Broek, Ingrid Player and Kim Wenn totalling \$103,455.
 - Salary and wages remuneration to executive director (CEO Brad O'Connor) and another related party individual totalling \$610,998.
 - All noted remuneration is on commercial terms.

Investing Cash Outflow

• Software development costs of \$0.7 million were capitalised during 1Q23. This includes both external thirdparty costs and internal staff labour.

Financing Cash Flow

Net financing cash outflow of \$0.15 million relates to principal portion of lease payments, partially offset by
proceeds from the exercise of options of \$0.004 million (PCP had \$0.968m received from the exercise of
options)

FY23 Guidance & Business Update

The Annual General Meeting of the Shareholders of Cogstate Itd will be held at 11:00am AEDT on Friday, 4 November 2022 as a hybrid meeting, being at Level 13, 664 Collins Street, Docklands VIC 3008 and as a virtual meeting.

A business update will be provided during the meeting.

About Cogstate

Cogstate Ltd (ASX:CGS) is the neuroscience technology company optimising brain health assessments to advance the development of new medicines and to enable earlier clinical insights in healthcare. Cogstate technologies provide rapid, reliable and highly sensitive computerised cognitive tests across a growing list of domains and support electronic clinical outcome assessment (eCOA) solutions to replace costly and error-prone paper assessments with real-time data capture. The company's clinical trials solutions include quality assurance services for study endpoints that combine innovative operational approaches, advanced analytics and scientific consulting. For 20 years, Cogstate has proudly supported the leading-edge research needs of biopharmaceutical companies and academic institutions and the clinical care needs of physicians and patients around the world. In the Healthcare market, in August 2019 Cogstate entered into an exclusive licensing agreement with the pharmaceutical company Eisai, under which Eisai will market Cogstate technologies as digital cognitive assessment tools in Japanese markets. In October 2020, Cogstate extended its agreement with Eisai to the Rest of the World. The product, branded as NouKNOW, launched in Japan on 31 March 2020 (nouknow.jp). For more information, please visit www.cogstate.com.

For further information contact:

Brad O'Connor, Chief Executive Officer, boconnor@cogstate.com



Quarterly Report – 30 September 2022

Summary Financial Table

	Quarter Just Completed	Previous Quarter Completed	Previous Corresponding Quarter
	30-Sep-22	30-Jun-22	30-Sep-21
	US\$ million	US\$ million	US\$ million
Receivables			
Opening balance	8.01	8.91	7.85
Closing balance	6.11	8.01	7.84
Net Increase/(Decrease) in Receivables	(1.90)	(0.90)	(0.01)
Payables			
Opening balance	(6.00)	(4.61)	(5.66)
Closing balance	(4.46)	(6.00)	(3.14)
Net Increase/(Decrease) in Payables	(1.54)	1.39	(2.52)
Cash Flow			
Cash receipts from customers	10.96	10.99	9.71
Cash payments to employees	(6.38)	(3.32)	(6.53)
Cash payments to suppliers	(3.15)	(2.68)	(3.45)
 Net pass-through 	(0.41)	0.41	0.00
Cash receipts, non-trading	0.00	0.00	0.00
Net Operating Cash In/(Out) Flows	1.02	5.40	(0.27)
Net Investing Cash In/(Out) Flows	(0.65)	(2.30)	(0.13)
Net Financing Cash In/(Out) Flows	(0.14)	(0.15)	0.77
Foreign exchange movement	-	-	-
Net Increase/(Decrease) in cash held	0.23	2.95	0.37

Appendix 4C

Quarterly cash flow report for entities subject to Listing Rule 4.7B

Name of entity

Cogstate Limited		i
ABN	Quarter ended ("current quarter")	
80 090 975 723	30 September 2022	

Con	solidated statement of cash flows	Current quarter \$US	Year to date (3 months) \$US
1.	Cash flows from operating activities		
1.1	Receipts from customers	10,956,741	10,956,741
	Pass through receipts	1,000,170	1,000,170
1.2	Payments for		
	(a) research and development	(1,981)	(1,981)
	(b) product manufacturing and operating costs	-	-
	(c) advertising and marketing	(180,492)	(180,492)
	(d) leased assets (refer to 3.9)	-	-
	(e) staff costs	(6,378,848)	(6,378,848)
	(f) administration and corporate costs	(2,060,452)	(2,060,452)
	(g) pass through payments	(1,411,965)	(1,411,965)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received (refer to 2.5)	-	-
1.5	Interest and other costs of finance paid	(11,494)	(11,494)
1.6	Income taxes paid	5,832	5,832
1.7	Government grants and tax incentives	-	-
1.8	Other (provide details if material)		
	Other professional fees (incl. accounting & audit)	(359,936)	(359,936)
	Information Technology costs	(388,437)	(388,437)
	Advisory fees	-	-
	Legal costs, including patent costs Listing fees & Associated costs	(38,807) (23,653)	(38,807)
	Travel Costs	(23,653) (89,547)	(23,653) (89,547)
1.9	Net cash from / (used in) operating activities	1,017,131	1,017,131

		Current quarter \$US	Year to date (3 months) \$US
2.	Cash flows from investing activities	-	-
2.1	Payments to acquire:		
	(a) entities		
	(b) businesses	-	-
	(c) property, plant and equipment	(27,815)	(27,815)
	(d) investments	-	-
	(e) intellectual property	-	-
	(f) capitalised software development	(688,799)	(688,799)
2.2	Proceeds from disposal of:		
	(g) entities	-	-
	(h) businesses	-	-
	(i) property, plant and equipment	-	-
	(j) investments	-	-
	(k) intellectual property	-	-
	(I) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Interest Received	69,133	69,133
2.6	Net cash from / (used in) investing activities	(647,481)	(647,481)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	3,556	3,556
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Principal portion of lease payments	(148,090)	(148,090)
3.10	Net cash from / (used in) financing activities	(144,534)	(144,534)

		Current quarter \$US	Year to date (3 months) \$US
4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	30,597,170	30,597,170
4.2	Net cash from / (used in) operating activities (item 1.9 above)	1,017,131	1,017,131
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(647,481)	(647,481)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	(144,534)	(144,534)
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	30,822,286	30,822,286

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$US	Previous quarter \$US
5.1	Bank balances	30,822,286	30,597,170
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	30,822,286	30,597,170

6.	Payments to related parties of the entity and their associates	Current quarter \$US
6.1	Aggregate amount of payments to related parties and their associates included in item 1	714,453
6.2	Aggregate amount of payments to related parties and their associates included in item 2	Nil

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments

 The payments to related parties of the entity and their associates relate to:		
0	Non-executive directors' fees paid to Martyn Myer, David Dolby, Richard Mohs, Richard	
	van den Broek, Ingrid Player and Kim Wenn totalling \$103,455.	
0	Salary and wages remuneration to executive director (CEO – Brad O'Connor) and	
	another related party individual totalling \$610,998.	

7.	Financing facilities Note: the term "facility' includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.	Total facility amount at quarter end \$US	Amount drawn at quarter end \$US
7.1	Loan facilities		
7.2	Credit standby arrangements	29,259	9,628
7.3	Other (please specify)		
7.4	Total financing facilities	29,259	9,628

7.5 Unused financing facilities available at quarter end

19,631

7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.

Credit card facility of US\$29k (A\$45k)

8.	Estimated cash available for future operating activities	\$US
8.1	Net cash from / (used in) operating activities (Item 1.9)	1,017,131
8.2	Cash and cash equivalents at quarter end (Item 4.6)	30,822,286
8.3	Unused finance facilities available at quarter end (Item 7.5)	19,631
8.4	Total available funding (Item 8.2 + Item 8.3)	30,841,917
8.5	Estimated quarters of funding available (Item 8.4 divided by Item 8.1)	N/A as cash from operating activities in item 8.1 is positive

- 8.6 If Item 8.5 is less than 2 quarters, please provide answers to the following questions:
 - 1. Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answe	or: N/A
2.	Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?
Answer: N/A	
3.	Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: N/A

+ See chapter 19 for defined terms

Compliance statement

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

Date: 20 October 2022

Authorised by: Darren Watson On behalf of the Board of Cogstate Ltd

Notes

- 1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
- 2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
- 3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
- 4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
- 5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.