

**NeolmmuneTech, Inc.
and its Subsidiary**

**Consolidated Financial Statements
December 31, 2022 and 2021**

NeolmmuneTech, Inc. and its Subsidiary

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December 31, 2022 and 2021

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Independent Auditor's Report

(English Translation of a Report Originally Issued in Korean)

To the Shareholders and Board of Directors of
NeolImmuneTech, Inc.

Opinion

We have audited the accompanying consolidated financial statements of NeolImmuneTech, Inc. and its subsidiary (collectively referred to as the "Group"), which comprise the consolidated statements of financial position as at December 31, 2022 and 2021 and the related consolidated statements of comprehensive loss, changes in equity and 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 NeolImmuneTech, Inc. and its subsidiary as at December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards as adopted by the Republic of Korea (Korean IFRS).

Basis for Opinion

We conducted our audit in accordance with Korean Standards on Auditing. 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 of the Republic of Korea that are relevant to our audit of the consolidated financial statements and we have fulfilled our other ethical responsibilities in accordance with the ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matter

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

Recognition of prepaid expenses and accrued expenses related to research and development

Why it is determined to be a Key Audit Matter

As at December 31, 2022, the balances of the Group's prepaid expenses and accrued expenses related to research and development are USD 3,749 thousand and USD 9,523 thousand, respectively (Notes 9 and 13).

The Group recognizes the consideration paid in excess of the goods or services received in relation to research and development as prepaid expenses, and recognizes research and development expenses, which are incurred but not paid as those are not billed by the end of the reporting period, as accrued expenses.

The management's judgment is included in the process of measuring the services the Company received during the current period for each contract, and most of the process of comparing costs incurred to bills and payments is performed on a manual basis, therefore, there is a risk of potential misstatements. We focused on this area because the potential misstatements in recognition of prepaid expenses and accrued expenses have a significant effect on the consolidated financial statements.

How our audit addressed the Key Audit Matter

Our audit procedures to address the key audit matters include the following procedures:

- Evaluated the appropriateness of accounting policies to recognize prepaid expenses and accrued expenses related to research and development.
- Obtained understanding of and evaluated the effectiveness of design and operation of relevant internal controls.
- Tested the evidence documents including contracts on a sample basis to assess the occurrence, accuracy and cut-off related to research and development expenses.
- Evaluated the reasonableness of management's determination in the probability of receiving goods or services and the period for expense recognition to assess the asset feasibility and liquidity classification of prepaid expenses on a sample basis.
- Tested the evidence documents for paid transaction and unpaid liabilities after end of the reporting period on a sample basis to assess the completeness and cut-off related to research and development expenses.

Other Matter

Auditing standards and their application in practice vary among countries. The procedures and practices used in the Republic of Korea to audit such consolidated financial statements may differ from those generally accepted and applied in other countries

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 Korean 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.

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 Korean Standards on Auditing 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.

As part of an audit in accordance with Korean Standards on Auditing, 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 entity'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.

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

The engagement partner on the audit resulting in this independent auditor's report is Kwang-Shik Jang, Certified Public Accountant.

March 23, 2023
Seoul, Korea

This report is effective as of March 23, 2023, the audit report date. Certain subsequent events or circumstances, which may occur between the audit report date and the time of reading this report, could have a material impact on the accompanying consolidated financial statements and notes thereto. Accordingly, the readers of the audit report should understand that there is a possibility that the above audit report may have to be revised to reflect the impact of such subsequent events or circumstances, if any.

NeolmmuneTech, Inc. and Subsidiaries
Consolidated Statements of Financial Position
December 31, 2022 and 2021

<i>(in USD)</i>	Notes	2022	2021
Assets			
Current assets			
Cash and cash equivalents	4,6,7	\$ 91,241,592	\$ 130,114,116
Other current financial assets	4,6,8	1,139,929	185,819
Other current assets	9,26	<u>706,853</u>	<u>10,334,729</u>
		<u>93,088,374</u>	<u>140,634,664</u>
Non-current assets			
Property and equipment	10	3,781,173	2,850,331
Right-of-use assets	11	3,633,776	4,788,418
Intangible assets	12,26,28	5,171,369	5,559,291
Other non-current financial assets	4,6,8	1,274,879	958,838
Other non-current assets	9	3,415,302	2,930,584
Net defined benefit assets	15	<u>-</u>	<u>40,325</u>
		<u>17,276,499</u>	<u>17,127,787</u>
Total assets		<u>\$ 110,364,873</u>	<u>\$ 157,762,451</u>
Liabilities			
Current liabilities			
Other payables	4,6,26	\$ 1,568,137	\$ 1,276,544
Current portion of long-term lease liabilities	4,11,25,26	1,009,465	1,082,918
Other current financial liabilities	4,6,13	9,522,688	14,073,039
Other current liabilities	4,14	<u>838,418</u>	<u>784,752</u>
		<u>12,938,708</u>	<u>17,217,253</u>
Non-current liabilities			
Long-term lease liabilities	4,11,25,26	2,818,711	3,804,987
Other non-current liabilities	14	50,767	53,219
Net defined benefit liabilities	15	<u>112,387</u>	<u>-</u>
		<u>2,981,865</u>	<u>3,858,206</u>
Total liabilities		<u>15,920,573</u>	<u>21,075,459</u>
Equity			
Share capital	1,16	1,977	1,972
Capital surplus	16	229,341,467	228,833,366
Other components of equity	17,19	15,825,049	11,572,340
Accumulated other comprehensive income	17	(464,961)	(151,473)
Accumulated deficit	18	<u>(150,259,232)</u>	<u>(103,569,213)</u>
Total equity		<u>94,444,300</u>	<u>136,686,992</u>
Total liabilities and equity		<u>\$ 110,364,873</u>	<u>\$ 157,762,451</u>

The above consolidated statements of financial position should be read in conjunction with the accompanying notes.

NeolmmuneTech, Inc. and Subsidiaries
Consolidated Statements of Comprehensive Loss
Years Ended December 31, 2022 and 2021

<i>(in USD)</i>	Notes	2022	2021
Operating income		\$ -	\$ -
Operating expenses	20	45,034,317	45,355,669
Operating loss		<u>(45,034,317)</u>	<u>(45,355,669)</u>
Other income	21	15,116	13,510
Other expenses	21	10,859	91,508
Finance income	6,22	1,090,308	441,898
Finance costs	6,22,26	<u>2,725,530</u>	<u>806,862</u>
Loss before income tax		(46,665,282)	(45,798,631)
Income tax expense	23	<u>90,107</u>	<u>60,701</u>
Loss for the year	18,24	<u>(46,755,389)</u>	<u>(45,859,332)</u>
Other comprehensive income (loss)			
<i>Items that will not be subsequently reclassified to profit or loss</i>			
Remeasurements of net defined benefit liabilities	18	65,370	(16,058)
<i>Items that may be subsequently reclassified to profit or loss</i>			
Exchange differences on translation of foreign operation	17	<u>(313,488)</u>	<u>(264,798)</u>
Other comprehensive income (loss) for the year, net of tax		<u>(248,118)</u>	<u>(280,856)</u>
Total comprehensive loss for the year		<u>\$ (47,003,507)</u>	<u>\$ (46,140,188)</u>
Loss per share attributable to the shareholders of the Company			
Basic loss per share	24	\$ (2.37)	\$ (2.41)
Diluted loss per share	24	(2.37)	(2.41)

The above consolidated statements of comprehensive loss should be read in conjunction with the accompanying notes.

NeolmmuneTech, Inc. and Subsidiaries
Consolidated Statements of Changes in Equity
Years Ended December 31, 2022 and 2021

(in USD)

	Notes	Share Capital	Capital Surplus	Other Components of Equity	Accumulated Other Comprehensive Income	Accumulated Deficit	Total Equity
Balance at January 1, 2021		\$ 1,655	\$ 130,926,775	\$ 4,066,296	\$ 113,325	\$ (57,693,823)	\$ 77,414,228
Total comprehensive income (loss)							
Loss for the year		-	-	-	-	(45,859,332)	(45,859,332)
Remeasurements of net defined benefit liabilities		-	-	-	-	(16,058)	(16,058)
Exchange differences on translation of foreign operation		-	-	-	(264,798)	-	(264,798)
Transactions with owners							
Proceeds from new share issuance		313	97,113,005	-	-	-	97,113,318
Exercise of share options		4	793,586	(258,090)	-	-	535,500
Share-based payment	19	-	-	7,764,134	-	-	7,764,134
Balance at December 31, 2021		<u>\$ 1,972</u>	<u>\$ 228,833,366</u>	<u>\$ 11,572,340</u>	<u>\$ (151,473)</u>	<u>\$ (103,569,213)</u>	<u>\$ 136,686,992</u>
Balance at January 1, 2022		\$ 1,972	\$ 228,833,366	\$ 11,572,340	\$ (151,473)	\$ (103,569,213)	\$ 136,686,992
Total comprehensive income (loss)							
Loss for the year		-	-	-	-	(46,755,389)	(46,755,389)
Remeasurements of net defined benefit liabilities		-	-	-	-	65,370	65,370
Exchange differences on translation of foreign operation		-	-	-	(313,488)	-	(313,488)
Transactions with owners							
Exercise of share options		5	508,101	(190,458)	-	-	317,648
Share-based payment	19	-	-	4,443,167	-	-	4,443,167
Balance at December 31, 2022		<u>\$ 1,977</u>	<u>\$ 229,341,467</u>	<u>\$ 15,825,049</u>	<u>\$ (464,961)</u>	<u>\$ (150,259,232)</u>	<u>\$ 94,444,300</u>

The above consolidated statements of changes in equity should be read in conjunction with the accompanying notes.

NeolmmuneTech, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
Years Ended December 31, 2022 and 2021

<i>(in USD)</i>	Notes	2022	2021
Cash flows from operating activities			
Cash used in operating activities	25	\$ (33,214,576)	\$ (28,365,221)
Interest paid		(200,245)	(191,228)
Income taxes paid		(45,925)	(27,758)
Net cash outflow from operating activities		<u>(33,460,746)</u>	<u>(28,584,207)</u>
Cash flows from investing activities			
Interest received		759,129	250,913
Increase in loans		(1,197,226)	-
Acquisition of property and equipment		(1,954,185)	(2,285,853)
Proceeds from disposal of property and equipment		5,504	-
Increase in deposits provided		(250,000)	(1,194,422)
Decrease in deposits provided		150,975	-
Net cash outflow from investing activities		<u>(2,485,803)</u>	<u>(3,229,362)</u>
Cash flows from financing activities			
Proceeds from new share issuance		-	97,113,318
Exercise of share options		317,648	535,500
Payments of principal of lease liabilities		(817,390)	(602,053)
Net cash inflow (outflow) from financing activities		<u>(499,742)</u>	<u>97,046,765</u>
Net increase (decrease) in cash and cash equivalents		(36,446,291)	65,233,196
Effect of exchange rate changes in cash and cash equivalents		(2,426,233)	(575,600)
Cash and cash equivalents at the beginning of the financial year	7	130,114,116	65,456,520
Cash and cash equivalents at the end of the year	7	<u>\$ 91,241,592</u>	<u>\$ 130,114,116</u>

The above consolidated statements of cash flows should be read in conjunction with the accompanying notes.

NeolImmuneTech, Inc. and its Subsidiary

Notes to the Consolidated Financial Statements

December 31, 2022 and 2021

1. General Information

NeolImmuneTech, Inc. (the “Company”) and its subsidiary (collectively called the “Group”) are engaged researching, developing, manufacturing and selling cancer immunotherapy. The Company was established on January 29, 2014, and the Company’s headquarter is domiciled in Delaware, USA, and its major operation is in Maryland, USA.

On March 16, 2021, the Company listed its Depositary Receipts (DR, issued 5 DR per share) on the KOSDAQ of the Korea Stock Exchange. As at December 31, 2022, the Company’s total number of authorized shares is 50,000,000 shares with a par value of USD 0.0001. The Company’s major shareholders are as follows:

Shareholder	Number of shares	Percentage of ownership (%)
Genexine, Inc.	4,187,200	21.2
Se Hwan Yang	1,120,000	5.7
Others	14,458,293	73.1
	<u>19,765,493</u>	<u>100.0</u>

1.1 Consolidated Subsidiaries

Details of the consolidated subsidiary as at December 31, 2022 and 2021, are as follows:

		2022	2021		
	Location	Ownership interest held by the Group (%)	Ownership interest held by the Group (%)	Closing month	Main business
NeolImmuneTech Co., Ltd.	Korea	100	100	December	Research and development of cancer immunotherapy

1.2 Summarized Financial Information

Summarized financial information (before eliminating intercompany transactions) for consolidated subsidiary as at and for the year ended December 31, 2022, is as follows:

Subsidiary	2022				
	Assets	Liabilities	Operating income	Loss for the year	Total comprehensive loss
NeolImmuneTech Co., Ltd.	\$ 8,049,058	\$ 2,781,167	\$ 7,996,339	\$ (4,636,429)	\$ (4,884,547)

NeolImmuneTech, Inc. and its Subsidiary

Notes to the Consolidated Financial Statements

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2. Significant Accounting Policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation

The Group prepares financial statements in the Korean language (Hangul) in accordance with International Financial Reporting Standards as adopted by the Republic of Korea (Korean IFRS). The accompanying consolidated financial statements have been condensed, restructured and translated into English from the Korean language financial statements.

The consolidated financial statements of the Group have been prepared in accordance with Korean IFRS. These are the standards, subsequent amendments and related interpretations issued by the International Accounting Standards Board (IASB) that have been adopted by the Republic of Korea.

The preparation of financial statements requires the use of critical accounting estimates. Management also needs to exercise judgement in applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 3.

2.2 Changes in Accounting Policies and Disclosures

2.2.1 New and amended standards adopted by the Group

The Group has applied the following standards and amendments for the first time for their annual reporting period commencing January 1, 2022.

(a) Amendment to Korean IFRS 1116 Leases - Covid-19 - Related Rent Concessions beyond June 30, 2021

The application of the practical expedient, a lessee may elect not to assess whether a rent concession occurring as a direct consequence of the COVID-19 pandemic is a lease modification, is extended to lease payments originally due on or before June 30, 2022. A lessee shall apply the practical expedient consistently to eligible contracts with similar characteristics and in similar circumstances. The amendment does not have a significant impact on the consolidated financial statements.

(b) Amendments to Korean IFRS 1103 Business Combination – Reference to the Conceptual Framework

The amendments update a reference of definition of assets and liabilities to be recognized in a business combination in revised Conceptual Framework for Financial Reporting. However, the amendments add an exception for the recognition of liabilities and contingent liabilities within the scope of Korea IFRS 1037 *Provisions, Contingent Liabilities and Contingent Assets*, and Korean IFRS 2121 *Levies*. The amendments also clarify that contingent assets should not be recognized at the acquisition date. The amendment does not have a significant impact on the consolidated financial statements.

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(c) Amendments to Korean IFRS 1016 Property, Plant and Equipment - Proceeds before intended use

The amendments prohibit an entity from deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while the entity is preparing the asset for its intended use. Instead, the entity will recognize the proceeds from selling such items, and the costs of producing those items, in profit or loss. The amendment does not have a significant impact on the consolidated financial statements.

(d) Amendments to Korean IFRS 1037 Provisions, Contingent Liabilities and Contingent Assets - Onerous Contracts : Cost of Fulfilling a Contract

The amendments clarify that the direct costs of fulfilling a contract include both the incremental costs of fulfilling the contract and an allocation of other costs directly related to fulfilling contracts when assessing whether the contract is onerous. The amendment does not have a significant impact on the consolidated financial statements.

(e) Annual improvements to Korean IFRS 2018-2020

Annual improvements of Korean IFRS 2018-2020 Cycle should be applied for annual periods beginning on or after January 1, 2022, and earlier application is permitted. The amendment does not have a significant impact on the consolidated financial statements.

- Korean IFRS 1101 *First time Adoption of Korean International Financial Reporting Standards* – Subsidiaries that are first-time adopters
- Korean IFRS 1109 *Financial Instruments* – Fees related to the 10% test for derecognition of financial liabilities
- Korean IFRS 1041 *Agriculture* – Measuring fair value

2.2.2 New and amended standards not yet adopted by the Group

New accounting standards and amendments that have been published but not mandatory for December 31, 2022 reporting periods and have not been early adopted by the Group are as follows.

(a) Amendments to Korean IFRS 1001 Presentation of Financial Statements - Classification of Liabilities as Current or Non-current

The amendments clarify that liabilities are classified as either current or non-current, depending on the substantive rights that exist at the end of the reporting period. Classification is unaffected by the likelihood that an entity will exercise right to defer settlement of the liability or the expectations of management. Also, the settlement of liability includes the transfer of the entity's own equity instruments, however, it would be excluded if an option to settle them by the entity's own equity instruments if compound financial instruments is met the definition of equity instruments and recognized separately from the liability. The amendments should be applied for annual periods beginning on or after January 1, 2024, and earlier application is permitted. The Group does not expect that these amendments have a significant impact on the consolidated financial statements.

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(b) Korean IFRS 1001 Presentation of Financial Statements - Disclosure of Accounting Policies

The amendments to Korean IFRS 1001 define and require entities to disclose their material accounting policies. The amendments should be applied for annual periods beginning on or after January 1, 2023, and earlier application is permitted. The Group does not expect that these amendments have a significant impact on the consolidated financial statements.

(c) Korean IFRS 1008 Accounting policies, changes in accounting estimates and errors - Definition of Accounting Estimates

The amendments define accounting estimates and clarify how to distinguish them from changes in accounting policies. The amendments should be applied for annual periods beginning on or after January 1, 2023, and earlier application is permitted. The Group does not expect that these amendments have a significant impact on the financial statements.

(d) Korean IFRS 1012 Income Taxes - Deferred Tax related to Assets and Liabilities arising from a Single Transaction

The amendments include an additional condition to the exemption to initial recognition of an asset or liability that a transaction does not give rise to equal taxable and deductible temporary differences at the time of the transaction. The amendments should be applied for annual periods beginning on or after January 1, 2023, and earlier application is permitted. The Group does not expect that these amendments have a significant impact on the consolidated financial statements.

2.3 Consolidation

The Group has prepared the consolidated financial statements in accordance with Korean IFRS 1110 *Consolidated Financial Statements*.

(a) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group. The consideration transferred is measured at the fair values of the assets transferred, and identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognizes any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. All other non-controlling interests are measured at fair values, unless otherwise required by other standards. Acquisition-related costs are expensed as incurred.

The excess of consideration transferred, amount of any non-controlling interest in the acquired entity

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and acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the net identifiable assets acquired is recoded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognized directly in the profit or loss as a bargain purchase.

Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interest to reflect their relative interest in the subsidiary. Any difference between the amount of the adjustment to non-controlling interest and any consideration paid or received is recognized in a separate reserve within equity attributable to owners of the Parent Company.

When the Group ceases to consolidate for a subsidiary because of a loss of control, any retained interest in the subsidiary is remeasured to its fair value with the change in carrying amount recognized in profit or loss.

2.4 Foreign Currency Translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which each entity operates (the "functional currency"). The consolidated financial statements are presented in US dollars, which is the Company's functional and presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in profit or loss. They are deferred in other comprehensive income if they relate to qualifying cash flow hedges and qualifying effective portion of net investment hedges, or are attributable to monetary part of the net investment in a foreign operation.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equities held at fair value through profit or loss are recognized in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equities held at fair value through other comprehensive income are recognized in other comprehensive income.

NeImmuneTech, Inc. and its Subsidiary

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2.5 Financial Assets

(a) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured at fair value through profit or loss
- those to be measured at fair value through other comprehensive income, and
- those to be measured at amortized cost

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

For financial assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. The Group reclassifies debt investments when, and only when its business model for managing those assets changes.

For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. Changes in fair value of non-designated equity investment are recognized in profit or loss.

(b) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

A. Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group classifies its debt instruments into one of the following three measurement categories:

- Amortized cost: Assets 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. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in 'finance income' using the effective interest rate method.

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- Fair value through other comprehensive income: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment loss (reversal of impairment loss), interest income and foreign exchange gains and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss. Interest income from these financial assets is included in 'finance income' using the effective interest rate method. Foreign exchange gains and losses are presented in 'finance income or costs' and impairment losses are presented in 'other expenses'.
- Fair value through profit or loss: Assets that do not meet the criteria for amortized cost or fair value through other comprehensive income are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognized in profit or loss and presented net in the comprehensive income within 'other income or expenses' in the year in which it arises.

B. Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments, which held for long-term investment or strategic purpose, in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividend income from such investments continue to be recognized in profit or loss as 'finance income' when the right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognized in 'other income and expenses' in the statement of comprehensive income as applicable. Impairment loss (reversal of impairment loss) on equity investments measured at fair value through other comprehensive income are not reported separately from other changes in fair value.

(c) Impairment

The Group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortized cost and fair value through other comprehensive income. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables and lease receivables, the Group applies the simplified approach, which requires expected lifetime credit losses to be recognized from initial recognition of the receivables.

(d) Recognition and Derecognition

Regular way purchases and sales of financial assets are recognized or derecognized on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognized when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

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If a transfer does not result in derecognition because the Group has retained substantially all the risks and rewards of ownership of the transferred asset, the Group continues to recognize the transferred asset in its entirety and recognizes a financial liability for the consideration received.

(e) Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the assets and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

2.6 Property and Equipment

Property and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation of all property and equipment, except for land, is calculated using the straight-line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives as follows:

	Useful lives
Lab equipment	5 years
Furniture and office equipment	5
Leasehold improvements	5

The assets' depreciation method, residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

2.7 Intangible Assets

Intangible asset of the Group is a right-to-use of intellectual property, initially recognized at its historical cost and presented at cost less accumulated amortization and accumulated impairment losses.

The Group amortizes a-right-to-use of intellectual property with a limited useful life of 20 years, using the straight-line method.

The Group entered into a license-in agreement regarding new drug development. The Group recognized upfront fees paid pursuant to the agreement as intangible asset since the Group determined that it is probable that future economic benefits associated with the acquired right-to-use of intellectual property will flow into the Group.

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2.8 Impairment of Non-financial Assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.9 Other Payables and Accrued Expenses

Liabilities that have been billed for the goods or services received before the end of the reporting period but have not been paid are recognized as other payables, and liabilities that incurred for the goods or services received but are not paid because those are not billed by the end of the reporting period, are recognized as accrued expenses. The process of measuring the services received involves management's judgments. The amounts are unsecured, are usually paid within 30 days of being billed, and are presented as current liabilities.

2.10 Financial Liabilities

(a) Classification and measurement

The Group's financial liabilities at fair value through profit or loss are financial instruments held for trading. A financial liability is held for trading if it is incurred principally for the purpose of repurchasing in the near term. A derivative that is not a designated as hedging instruments and an embedded derivative that is separated are also classified as held for trading.

The Group classifies non-derivative financial liabilities, except for financial liabilities at fair value through profit or loss, financial guarantee contracts and financial liabilities that arise when a transfer of financial assets does not qualify for derecognition, as financial liabilities carried at amortized cost and present as 'other payables', and 'borrowings' in the statement of financial position.

(b) Derecognition

Financial liabilities are removed from the statement of financial position when it is extinguished; for example, when the obligation specified in the contract is discharged or cancelled or expired or when the terms of an existing financial liability are substantially modified. The difference between the carrying amount of a financial liability extinguished or transferred to another party and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

2.11 Provisions

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period, and the increase in the

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provision due to the passage of time is recognized as interest expense.

2.12 Current and Deferred Tax

The tax expense for the period consists of current and deferred tax. Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

The tax expense is measured at the amount expected to be paid to the taxation authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. The Group recognizes current income tax on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit or loss.

Deferred tax assets are recognized only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset when the Group has a legally enforceable right to offset and intends either to settle on a net basis.

2.13 Employment Benefits

(a) Share-based Payments

Equity-settled share-based payment is recognized at fair value of equity instruments granted, and employee benefit expense or investment in subsidiary is recognized over the vesting period. At the end of each period, the Group revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

When the options are exercised, the Group issues new shares. The proceeds received, net of any directly attributable transaction costs, are recognized as share capital (nominal value) and capital surplus (share premium).

(b) Post-employment benefits

The Group operates defined benefit pension plans.

A defined benefit plan is a pension plan that is not a defined contribution plan. Generally, post-

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employment benefits are payable after the completion of employment, and the benefit amount depended on the employee's age, periods of service or salary levels. The liability recognized in the statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service costs.

2.14 Revenue Recognition

The Group has not recognized any revenue as there have been no sales of goods or rendering services in the ordinary course of business until the year ended December 31, 2022.

Revenue from the sale of goods is recognized when the control of the products has transferred to the customer.

The Group's contract with customers for the license-out may include upfront payment at the point of entering into contract and milestone payment upon achievement of certain conditions. Revenue is recognized either at the point time or over the period, depending on the timing of performance obligation is satisfied.

2.15 Leases

The Group leases various offices and equipment. Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the Group is lessee, the Group applies the practical expedient which has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

The Group determines the lease term as the non-cancellable period of a lease, together with both (a) periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option; and (b) periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option. When the lessee and the lessor each has the right to terminate the lease without permission from the other party, the Group should consider a termination penalty in determining the period for which the contract is enforceable.

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Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- Fixed payments (including in-substance fixed payments), less any lease incentives receivable
- Variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- Amounts expected to be payable by the Group (the lessee) under residual value guarantees
- The exercise price of a purchase option if the Group (the lessee) is reasonably certain to exercise that option, and
- Payments of penalties for terminating the lease, if the lease term reflects the Group (the lessee) exercising that option

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received, and
- makes adjustments specific to the lease, for example term, country, currency and security.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs

The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

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Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less without a purchase option.

2.16 Segment Reporting

Operating segment is reported in a manner consistent with the internal business segment reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions. In accordance with Korean IFRS 1108 *Segment Reporting*, the Group has one operating segment.

2.17 Approval of Issuance of the Financial Statements

The consolidated financial statements 2022 were approved for issue by the Board of Directors on February 14, 2023 (US Eastern time) and are subject to change with the approval of shareholders at their Annual General Meeting.

3. Critical Accounting Estimates and Assumptions

The preparation of financial statements requires the Group to make estimates and assumptions concerning the future. Management also needs to exercise judgement in applying the Group's accounting policies. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. As the resulting accounting estimates will, by definition, seldom equal the related actual results, it can contain a significant risk of causing a material adjustment.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below. Additional information of significant judgement and assumptions of certain items are included in relevant notes.

(a) Lease

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of offices and equipment, the following factors are normally the most relevant:

- If there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the Group is typically reasonably certain to extend (or not terminate).

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- Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the leases (Note 11).

(b) Intangible assets

The Group recognizes upfront fees and milestone fees paid in connection with license-in agreement as intangible asset when the payments of fees meet the definition of intangible asset and recognition criteria. The Group performs an assessment on the indication of impairment of intangible asset at the end of each reporting period. If any indication of impairment exists, the Group performs impairment assessment by estimating the recoverable amount of the right-to-use of intellectual property (Note 12).

(c) Share-based payment

The Group measures the cost of equity-settled share-based payment transaction based on the fair value of common shares and share options at the grant date. The fair values of common shares and share option are estimated by using appropriate valuation models and assumptions for various inputs (Note 19).

(d) Income taxes

Current and deferred tax is measured at the amount expected to be paid to the taxation authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. However, actual future final income tax may not correspond to the related asset and liabilities recognized as the end of the reporting period and such differences may affect current and deferred tax assets and liabilities recognized at the time final income tax effect is determined.

A deferred tax asset is recognized for unused tax losses to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilized. The Group has recognized no deferred tax assets based on the assessment that the likelihood of utilizing unused tax losses to be carryforward is remote (Note 23).

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4. Financial Risk Management

4.1 Financial Risk Factors

The Group's activities expose it to a variety of financial risks: market risk (including cash flow interest rate risk) and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize any adverse effects on the Group's financial performance.

4.1.1 Market Risk

(a) Foreign exchange risk

The Group's exposure to foreign currency risk at the end of the reporting period, expressed in US dollar, was as follows:

<i>(in USD)</i>	2022			2021	
	KRW	USD	GBP	KRW	USD
Foreign currency assets					
Cash and cash equivalents	\$ 23,561,373	\$ 593,597	\$ -	\$ 38,590,353	\$ 526,292
Foreign currency liabilities					
Other payables	382,318	-	21,698	1,687	-
Net foreign currency assets (liabilities)	\$ 23,179,055	\$ 593,597	\$ (21,698)	\$ 38,588,666	\$ 526,292

The table below summarizes the impact of increases/decreases in the exchange rate on the Group's equity and post-tax profit for the year. The analysis is based on the assumption that the indexes has increased/decreased by 10% with all other variables held constant. The Group is primarily exposed to changes in KRW exchange rates. The sensitivity of profit or loss to changes in the exchange rates arises mainly from KRW denominated financial instruments.

<i>(in USD)</i>		Impact on post-tax profit		Impact on equity	
		2022	2021	2022	2021
KRW/ US dollar	Increase 10%	\$ 2,258,546	\$ 3,806,237	\$ 2,258,546	\$ 3,806,237
	Decrease 10%	(2,258,546)	(3,806,237)	(2,258,546)	(3,806,237)

(b) Interest rate risk

Interest rate risk is defined as the risk that the interest income or expenses arising from deposits and borrowings which will fluctuate because of changes in future market interest rate. The interest rate risk mainly arises on floating rate deposits and borrowings. The objective of interest rate risk management lies in maximizing corporate value by minimizing uncertainty in interest rates fluctuations and net interest expense.

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At the end of the reporting period, as the Group has floating rate deposits, interest income increases when interest rates increase.

The table below summarizes the impact of increases/decreases in the interest rate on the Group's equity and post-tax profit for the year. The analysis is based on the assumption that the interest rate has increased/decreased by 0.1% (10 basis points) with all other variables held constant.

<i>(in USD)</i>	Impact on post-tax profit		Impact on equity	
	2022	2021	2022	2021
Increase	\$ 88,206	\$ 116,783	\$ 88,206	\$ 116,783
Decrease	(88,206)	(116,783)	(88,206)	(116,783)

4.1.2 Credit Risk

The Group is exposed to credit risk which arises during the investing activities where other parties fail to discharge an obligation. Credit risk usually arises from cash and cash equivalents and financial assets at fair value through profit or loss. As the Group makes deposits to the financial institutions whose credit ratings are high, credit risk from the financial institutions is limited.

The maximum exposures to credit risk as at December 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Cash and cash equivalents	\$ 91,241,592	\$ 130,114,116
Other current financial assets	1,139,929	185,819
Other non-current financial assets	1,274,879	958,838
	<u>\$ 93,656,400</u>	<u>\$ 131,258,773</u>

4.1.3 Liquidity Risk

Liquidity risk represents the risk that the Group may encounter difficulties in fulfilling its obligations to repay financial liabilities or in being able to have additional funding for its normal business operations due to liquidity shortage. The Group secures and maintains the appropriate level of liquidity and accordingly manages the liquidity risk in advance by forecasting the projected cash flows from operating, investing and financing activities for each quarter and an annual fiscal year.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

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Details of the Group's liquidity risk analysis as at December 2022 and 2021, are as follows:

(in USD)

	2022						Carrying amount
	Less than 6 months	Between 6 to 12 months	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total	
Other payables	\$ 1,568,137	\$ -	\$ -	\$ -	\$ -	\$ 1,568,137	\$ 1,568,137
Accrued expenses (Note 13)	9,522,688	-	-	-	-	9,522,688	9,522,688
Lease liabilities (Note 11)	516,123	518,329	1,023,308	2,120,417	91,898	4,270,075	3,828,176
	<u>\$ 11,606,948</u>	<u>\$ 518,329</u>	<u>\$ 1,023,308</u>	<u>\$ 2,120,417</u>	<u>\$ 91,898</u>	<u>\$ 15,360,900</u>	<u>\$ 14,919,001</u>

(in USD)

	2021						Carrying amount
	Less than 6 months	Between 6 to 12 months	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total	
Other payables	\$ 1,276,544	\$ -	\$ -	\$ -	\$ -	\$ 1,276,544	\$ 1,276,544
Accrued expenses (Note 13)	14,073,039	-	-	-	-	14,073,039	14,073,039
Lease liabilities (Note 11)	570,528	538,386	1,083,273	2,904,736	452,113	5,549,036	4,887,905
	<u>\$ 15,920,111</u>	<u>\$ 538,386</u>	<u>\$ 1,083,273</u>	<u>\$ 2,904,736</u>	<u>\$ 452,113</u>	<u>\$ 20,898,619</u>	<u>\$ 20,237,488</u>

5. Fair Value

5.1 Fair Value Hierarchy

Items that are measured at fair value are categorized by the fair value hierarchy levels, and the defined levels are as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date (Level 1).
- All inputs other than quoted prices included in level 1 that are observable (either directly that is, prices, or indirectly that is, derived from prices) for the asset or liability (Level 2).
- Unobservable inputs for the asset or liability (Level 3).

There are no financial instruments that are measured at fair value or its fair value is disclosed as at December 31, 2022 and 2021. Assets and liabilities whose carrying amount is a reasonable approximation of fair value are excluded from the fair value disclosure. During the year ended December 31, 2022, there have been no significant changes in the business and economic environment affecting the fair value of the Group's financial assets and liabilities.

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6. Financial Instruments by Category

6.1 Carrying Amounts of Financial Instruments by Category

Carrying amounts of financial assets by category as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
	Financial assets at amortized	Financial assets at amortized
Cash and cash equivalents	\$ 91,241,592	\$ 130,114,116
Other current financial assets	1,139,929	185,819
Other non-current financial assets	1,274,879	958,838
	\$ 93,656,400	\$ 131,258,773

Carrying amounts of financial liabilities by category as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
	Financial liabilities at amortized	Financial liabilities at amortized
Other payables	\$ 1,568,137	\$ 1,276,544
Other current financial liabilities	9,522,688	14,073,039
	\$ 11,090,825	\$ 15,349,583

6.2 Net Gains or Losses by Category of Financial Instruments

Net gains or losses on each category of financial instruments for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Financial assets at amortized cost		
Interest income	\$ 893,230	\$ 341,554
Gain on foreign currency transaction	191,646	95,529
Loss on foreign currency transaction	(151,064)	(18,410)
Gain on foreign currency translation	4	1,839
Loss on foreign currency translation	(2,235,978)	(475,586)
Financial liabilities at amortized cost		
Gain on foreign currency transaction	5,428	2,951
Loss on foreign currency transaction	(126,313)	(121,358)
Gain on foreign currency translation	-	25
Loss on foreign currency translation	(9,853)	(11)

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7. Cash and Cash Equivalents

Cash and cash equivalents as at December 31, 2022 and 2021, consist of:

<i>(in USD)</i>	2022	2021
Bank deposits	\$ 91,241,592	\$ 130,114,116

There are no restricted cash and cash equivalents as at December 31, 2022 and 2021.

8. Other Financial Assets

Other financial assets as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Accrued income	\$ 11,817	\$ -
Other receivables	20,188	13,203
Deposits provided	1,192,605	1,131,454
Employee loans	1,190,198	-
	<u>2,414,808</u>	<u>1,144,657</u>
Less: non-current portion	<u>(1,274,879)</u>	<u>(958,838)</u>
Current portion	<u>\$ 1,139,929</u>	<u>\$ 185,819</u>

None of the other financial assets are either past due or impaired.

9. Other Assets

Other assets as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Prepaid expenses ¹	\$ 4,026,689	\$ 13,264,937
Advance payment	-	376
VAT receivables	95,466	-
Less: non-current portion	<u>(3,415,302)</u>	<u>(2,930,584)</u>
Current portion	<u>\$ 706,853</u>	<u>\$ 10,334,729</u>

¹ Prepaid expenses related to research and development of the total prepaid expenses were USD 3,749,198 (2021: USD 13,048,322).

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10. Property and Equipment

Details of property and equipment as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022			2021		
	Cost	Accumulated depreciation	Book amount	Cost	Accumulated depreciation	Book amount
Lab equipment	\$ 3,124,353	\$ (898,681)	\$ 2,225,672	\$ 2,078,665	\$ (384,747)	\$ 1,693,918
Furniture and office equipment	640,079	(314,716)	325,363	474,626	(230,526)	244,100
Leasehold improvements	1,531,745	(362,684)	1,169,061	349,539	(82,237)	267,302
Construction-in-progress	-	-	-	645,011	-	645,011
Vehicles	73,439	(12,362)	61,077	-	-	-
	<u>\$ 5,369,616</u>	<u>\$ (1,588,443)</u>	<u>\$ 3,781,173</u>	<u>\$ 3,547,841</u>	<u>\$ (697,510)</u>	<u>\$ 2,850,331</u>

Changes in property and equipment for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022					
	Lab equipment	Furniture and office equipment	Leasehold improvements	Construction -in-progress	Vehicles	Total
Beginning net book amount	\$ 1,693,918	\$ 244,100	\$ 267,302	\$ 645,011	\$ -	\$ 2,850,331
Acquisitions	297,953	96,948	57,872	1,427,973	73,439	1,954,185
Disposals	-	(11,110)	-	-	-	(11,110)
Reclassification	792,360	104,989	1,122,489	(2,019,838)	-	-
Depreciation	(514,531)	(103,565)	(279,240)	-	(12,362)	(909,698)
Others (exchange differences and others)	(44,028)	(5,999)	638	(53,146)	-	(102,535)
Ending net book amount	<u>\$ 2,225,672</u>	<u>\$ 325,363</u>	<u>\$ 1,169,061</u>	<u>\$ -</u>	<u>\$ 61,077</u>	<u>\$ 3,781,173</u>

<i>(in USD)</i>	2021				
	Lab equipment	Furniture and office equipment	Leasehold improvements	Construction-in-progress	Total
Beginning net book amount	\$ 763,923	\$ 196,788	\$ 253,538	\$ 42,782	\$ 1,257,031
Acquisitions	859,753	89,012	21,774	1,315,314	2,285,853
Disposals	-	(730)	(90,778)	-	(91,508)
Reclassification	457,898	45,171	184,753	(687,822)	-
Depreciation	(311,171)	(78,546)	(80,658)	-	(470,375)
Others (exchange differences and others)	(76,485)	(7,595)	(21,327)	(25,263)	(130,670)
Ending net book amount	<u>\$ 1,693,918</u>	<u>\$ 244,100</u>	<u>\$ 267,302</u>	<u>\$ 645,011</u>	<u>\$ 2,850,331</u>

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11. Leases

Right-of-use assets as at December 31, 2022 and 2021, consist of:

<i>(in USD)</i>	2022			2021		
	Cost	Accumulated depreciation	Book amount	Cost	Accumulated depreciation	Book amount
Buildings	\$ 5,369,381	\$ (1,787,009)	\$ 3,582,372	\$ 5,799,880	\$ (1,103,792)	\$ 4,696,088
Vehicles	100,659	(55,373)	45,286	107,604	(26,907)	80,697
Office equipment	10,488	(4,370)	6,118	31,250	(19,617)	11,633
	<u>\$ 5,480,528</u>	<u>\$ (1,846,752)</u>	<u>\$ 3,633,776</u>	<u>\$ 5,938,734</u>	<u>\$ (1,150,316)</u>	<u>\$ 4,788,418</u>

Changes in right-of-use assets for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022			
	Buildings	Vehicles	Office equipment	Total
Beginning balance	\$ 4,696,088	\$ 80,697	\$ 11,633	\$ 4,788,418
Depreciation	(878,304)	(29,625)	(5,515)	(913,444)
Termination of lease, etc.	(14,659)	-	-	(14,659)
Exchange differences	(220,753)	(5,786)	-	(226,539)
Ending balance	<u>\$ 3,582,372</u>	<u>\$ 45,286</u>	<u>\$ 6,118</u>	<u>\$ 3,633,776</u>

<i>(in USD)</i>	2021			
	Buildings	Vehicles	Office equipment	Total
Beginning balance	\$ 2,461,615	\$ -	\$ 11,520	\$ 2,473,135
Acquisitions	3,534,951	111,467	10,488	3,656,906
Depreciation	(683,511)	(27,874)	(10,375)	(721,760)
Termination of lease, etc.	(464,248)	-	-	(464,248)
Exchange differences	(152,719)	(2,896)	-	(155,615)
Ending balance	<u>\$ 4,696,088</u>	<u>\$ 80,697</u>	<u>\$ 11,633</u>	<u>\$ 4,788,418</u>

Lease liabilities as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Lease liabilities		
Current	\$ 1,009,465	\$ 1,082,918
Non-current	<u>2,818,711</u>	<u>3,804,987</u>
	<u>\$ 3,828,176</u>	<u>\$ 4,887,905</u>

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Changes in lease liabilities for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Beginning balance	\$ 4,887,905	\$ 2,670,351
Acquisitions of lease assets	-	3,426,771
Payments of lease liabilities	(1,017,635)	(793,281)
Termination of lease, etc.	(26,050)	(456,363)
Interest expenses	200,245	191,228
Exchange differences	(216,289)	(150,801)
Ending balance	<u>\$ 3,828,176</u>	<u>\$ 4,887,905</u>

The consolidated statement of comprehensive income shows the following amounts relating to leases:

<i>(in USD)</i>	2022	2021
Depreciation of right-of-use assets (included in depreciation of operating expenses)		
Buildings	\$ 878,304	\$ 683,511
Vehicles	29,625	27,874
Office equipment	5,515	10,375
	<u>\$ 913,444</u>	<u>\$ 721,760</u>
Interest expense relating to lease liabilities (included in finance cost)	\$ 200,245	\$ 191,228
Expense relating to short-term leases (included in rental expenses of operating expenses)	50,460	2,562
Expense relating to leases of low-value assets that are not short-term leases (included in office supplies expenses of operating expenses)	62,861	19,284

The total cash outflow for leases in 2022 was USD 1,127,912 (2021: USD 815,127).

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12. Intangible Assets

Details of intangible assets as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022			2021		
	Cost	Accumulated amortization	Book amount	Cost	Accumulated amortization	Book amount
Right-to-use of intellectual property	\$ 7,500,000	\$ (2,328,631)	\$ 5,171,369	\$ 7,500,000	\$ (1,940,709)	\$ 5,559,291

The Company acquired a right-to-use of intellectual property (license) for NT-I7 from Genexine, Inc., in June 2015 and retains a right-to-use of the technology until 2036, the year of expiration for the patent of NT-I7 (Note 27).

Changes in intangible assets for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022		
	Beginning balance	Amortization	Ending balance
Right-to-use of intellectual property	\$ 5,559,291	\$ (387,922)	\$ 5,171,369

<i>(in USD)</i>	2021		
	Beginning balance	Amortization	Ending balance
Right-to-use of intellectual property	\$ 5,947,213	\$ (387,922)	\$ 5,559,291

13. Other Financial Liabilities

Details of other financial liabilities as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Accrued expenses ¹	\$ 9,522,688	\$ 14,073,039
Less: non-current portion	-	-
Other current financial liabilities	<u>\$ 9,522,688</u>	<u>\$ 14,073,039</u>

¹ Entire amount of accrued expenses are related research and development expenses.

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14. Other Liabilities

Details of other liabilities as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Withholdings	\$ 73,403	\$ 108,153
Accrued expenses	692,030	626,550
Current tax liabilities	72,985	50,049
Provision	50,767	53,219
Less: non-current portion	<u>(50,767)</u>	<u>(53,219)</u>
Current portion	<u>\$ 838,418</u>	<u>\$ 784,752</u>

15. Defined Benefit Liabilities

Details of net defined benefit liabilities recognized in the statement of financial position as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Present value of funded defined benefit obligations	\$ 393,879	\$ 261,207
Fair value of plan assets	<u>(281,492)</u>	<u>(301,532)</u>
Net defined benefit liabilities (assets)	<u>\$ 112,387</u>	<u>\$ (40,325)</u>

Movements in the defined benefit obligations for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Beginning balance	\$ 261,207	\$ 110,386
Current service cost	211,587	156,746
Interest expense	11,898	4,229
Remeasurements:		
Actuarial gain from change in financial assumptions	(77,366)	(9,347)
Actuarial loss from experience adjustments	6,520	24,223
Benefit payments	(5,960)	(10,211)
Exchange differences	<u>(14,007)</u>	<u>(14,819)</u>
Ending balance	<u>\$ 393,879</u>	<u>\$ 261,207</u>

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Details of plan assets for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Time deposits, etc.	\$ 281,492	\$ 301,532

Movements in the fair value of plan assets for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Beginning balance	\$ 301,532	\$ 55,747
Interest income	10,870	2,742
Remeasurements:		
Return on plan assets (excluding amounts included in interest income)	(5,476)	(1,182)
Contributions:		
Employers	-	268,007
Benefit payments	(5,960)	(10,211)
Exchange differences	(19,474)	(13,571)
Ending balance	<u>\$ 281,492</u>	<u>\$ 301,532</u>

The table below summarizes the components of post-employment benefits related to the defined benefit plans recognized in the statement of comprehensive income for the year ended December 31, 2022.

<i>(in USD)</i>	2022	2021
Current service cost	\$ 211,587	\$ 156,746
Net interest expense	1,028	1,487
	<u>\$ 212,615</u>	<u>\$ 158,233</u>

USD 169,407 of the total expense of USD 212,615, was charged to 'research and development expenses' and USD 43,208 was charged to 'post-employment benefits'.

Expected contributions to post-employment benefit plans for the year ending December 31, 2023, are USD 222,041.

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The significant actuarial assumptions as at December 31, 2022, are as follows:

<i>(in percentage, %)</i>	2022	2021
Discount rate	5.36 %	3.03 %
Salary growth rate	4.01 %	4.03 %

The sensitivity of the defined benefit obligation to changes in the principal assumptions is:

<i>(in USD)</i>	Impact on defined benefit obligation		
	Changes in assumption	Increase in assumption	Decrease in assumption
Discount rate	0.50%	\$ (17,560)	\$ 18,962
Salary growth rate	0.50%	19,531	(18,218)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant.

The weighted average duration of the defined benefit obligation is 9.757 years.

16. Share Capital and Capital Surplus

As at December 31, 2022, the Company's total number of authorized shares is 50,000,000 shares and the total number of ordinary shares issued is 19,765,493 shares with a par value of USD 0.0001 per share.

Changes in share capital and capital surplus for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD and number of shares)</i>	2022		
	Beginning balance	Increase in ordinary shares¹	Ending balance
Outstanding shares ¹	19,716,402	49,091	19,765,493
Share capital	\$ 1,972	\$ 5	\$ 1,977
Capital surplus	\$ 228,833,366	\$ 508,101	\$ 229,341,467

¹ It is due to the exercise of share options granted to employees.

<i>(in USD and number of shares)</i>	2021		
	Beginning balance	Increase in ordinary shares¹	Ending balance
Outstanding shares ¹	16,545,068	3,171,334	19,716,402
Share capital	\$ 1,655	\$ 317	\$ 1,972
Capital surplus	\$ 130,926,775	\$ 97,906,591	\$ 228,833,366

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¹ On March 16, 2021, the Company newly listed its Depositary Receipts (DR) on the KOSDAQ of the Korea Stock Exchange, and issued 3,133,334 new shares (15,666,670 DR) for KRW 117,500 million (USD 102,965 thousand). The cost directly attributed to issuance of the new share amounting to KRW 6,639 million (USD 5,852 thousand) was deducted directly from the capital surplus increased upon issuance of the new share. Furthermore, 38,000 shares (190,000 DR) were increased due to the exercise of share options (Note 19).

17. Other Components of Equity and Accumulated Other Comprehensive Income

Details of other components of equity as at December 31, 2022 and 2021, consist of:

<i>(in USD)</i>	2022	2021
Share options	\$ 15,825,049	\$ 11,572,340

Changes in accumulated other comprehensive income for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022		
	Beginning balance	Increase (decrease)	Ending balance
Exchange differences on translation of foreign operations	\$ (151,473)	\$ (313,488)	\$ (464,961)

<i>(in USD)</i>	2021		
	Beginning balance	Increase (decrease)	Ending balance
Exchange differences on translation of foreign operations	\$ 113,325	\$ (264,798)	\$ (151,473)

18. Accumulated Deficit

Accumulated deficit as at December 31, 2022 and 2021, consists of:

<i>(in USD)</i>	2022	2021
Accumulated deficit before disposition	\$ (150,259,232)	\$ (103,569,213)

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19. Share-based Payments

The Company granted share option to selected employees based on the approval of the Board or general shareholders' meeting. Details are as follows:

- Type of shares to be issued as share-based payments: registered ordinary shares
- Grant method: issuance of new ordinary shares
- Vesting conditions and exercise of options (share options are exercisable if service conditions are met):
 - 3rd tranche of share options: The share options are exercisable if the employees render services for two years after the grant date.
 - 4th tranche of share options: The share options are vested and exercisable if the employees render services for two years, three years or four years after the grant date.
 - 5th~9th tranche of share options: The share options are exercisable if the employees render services for two years or three years after the grant date.

Share options	Grant date	Number of options granted ¹	Vesting condition
1st tranche	2016.06.24	14,300 shares	Vested immediately
2nd tranche	2017.02.15	31,000 shares	Vested immediately
3rd tranche	2018.07.30	10,500 shares	Rendering of services for two years
4th tranche	2019.08.30	160,000 shares	Rendering of services for two years, three years or four years
5th tranche	2021.03.16	341,113 shares	Rendering of services for two years or three years
6th tranche	2021.03.31	101,500 shares	Rendering of services for two years or three years
7th tranche	2021.09.28	67,700 shares	Rendering of services for two years or three years
8th tranche	2022.03.31	59,800 shares	Rendering of services for two years or three years
9th tranche	2022.09.30	62,913 shares	Rendering of services for two years or three years
		848,826 shares	

¹ The number represents remaining share options as at December 31, 2022, and exercised or expired shares before current year end are excluded. The above quantity and exercise price are based on one share of the Company, and one share of the Company corresponds to the 5 DR currently trading in the KOSDAQ.

The 1st tranche of share options of 140,000 shares and the 2nd tranche of share options of 60,000 shares were granted on June 24, 2016 and June 15, 2017, respectively, and entire shares were vested from the date of grant until January 2019. Total of 95,700 shares (2022: 11,629 shares) and 29,000 shares (2022: 20,311 shares) of the 1st and 2nd tranche of share options, respectively, have

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been exercised by the end of the reporting period.

The 3rd tranche of share options of 37,500 shares granted on July 30, 2018 were all vested on July 30, 2020, of which total of 26,651 shares (2022: 11,151 shares) have been exercised by the end of the reporting period.

Of the 4th tranche of share options of 632,000 shares granted on August 30, 2019, 160,000 shares and 462,000 shares were vested on August 31, 2021 and 2022, respectively. Total of 20,000 shares (2022: 6,000 shares) of 4th tranche of share options have been exercised by the end of the reporting period.

Changes in the number of share options outstanding and their related weighted average exercise prices for the years ended December 31, 2022 and 2021, are as follows:

	Number of options (in shares)		Average exercise price per share option (in USD)	
	2022	2021	2022	2021
Beginning balance	1,162,313	721,000	\$ 42.1	\$ 21.6
Granted	164,513	640,088	24.4	61.0
Exercised ¹	(53,700)	(38,000)	7.7	14.1
Forfeited ²	(269,300)	(160,775)	39.6	31.7
Expired ³	(155,000)	-	25.0	-
Ending balance	<u>848,826</u>	<u>1,162,313</u>	<u>\$ 44.6</u>	<u>\$ 42.1</u>
Exercisable at the end of the reporting period	205,800	324,500	\$ 19.5	\$ 18.6

¹ As a result of exercise of 53,700 shares of share options with net settlement arrangements, 49,091 shares were issued as new shares, and 4,609 shares of share options were withheld for employee tax obligations.

² Share options granted were forfeited due to resignation of the employees prior to vesting.

³ Share options granted were expired due to not being exercised within 90 days, which is the contractual limit for days to exercise vested share options upon termination of employment.

The weighted average remaining contractual maturity of share options outstanding at the end of the reporting period is 10.30 years (2021: 9.30 years) and the exercise prices are between USD 3~63.2 (2021: USD 3~63.2) per share.

The share options granted are measured at fair value at the grant date, and the increase in equity based on such fair value of share options is correspondingly recognized as salaries, research and development expenses or commission expenses over the vesting periods.

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The Group recognized share-based payments based on the fair value of stock option measured using the binomial model approach. The related assumptions and variables to measure the share-based payments are as follows:

<i>(in USD)</i>	2022	2021
Fair value of share options granted during the year	\$ 6.20 ~ \$ 19.33	\$ 27.23 ~ \$ 41.69
Weighted average share price at grant date	\$ 11.60 ~ \$ 30.23	\$ 42.73 ~ \$ 63.20
Price volatility ¹	59.46% ~ 66.30%	70.7% ~ 72.9%
Contractual maturity of share options ²	10 years	10 years
Risk-free interest rate	2.94%~4.09%	1.09%~2.13%

¹ The price volatility of listed benchmark companies was used.

² When measuring the fair value of share options, the Company applied the expected maturity in consideration of the effects of early exercise by employees due to restriction on transfer of share options and cessation of employment.

Share-based payments recognized as expenses for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Salaries	\$ 2,063,937	\$ 3,489,241
Research and development expenses	1,955,467	4,001,331
Commission expenses	423,763	273,562
	<u>\$ 4,443,167</u>	<u>\$ 7,764,134</u>

20. Operating Expenses

Operating expenses for the years ended December 31, 2022 and 2021, consist of:

<i>(in USD)</i>	2022	2021
Salaries	\$ 12,600,137	\$ 15,062,789
Employee benefits ¹	1,595,306	1,010,309
Depreciation	1,823,142	1,198,749
Amortization	387,922	387,922
Commission expenses	24,950,034	25,327,422
Travel expenses	675,129	246,148
Others	3,002,647	2,122,330
	<u>\$ 45,034,317</u>	<u>\$ 45,355,669</u>

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¹ Employee benefits include the contributions paid by the Group for its employees under 401k Plan in the United States and in relation to this, the amount recognized as expenses for the year ended December 31, 2022, is USD 137,729 (2021: USD 134,825).

Research and Development expenses for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Salaries	\$ 5,651,934	\$ 4,493,543
Salaries (Share-based Payments)	1,955,467	4,001,331
Employee benefits	346,182	166,577
Depreciation	957,269	516,839
Amortization	387,922	387,922
Commission expenses	23,078,204	22,747,653
Others	1,204,601	537,687
	<u>\$ 33,581,579</u>	<u>\$ 32,851,552</u>

21. Other Income and Expenses

(a) Other Income

<i>(in USD)</i>	2022	2021
Other income	\$ 12,468	\$ 5,636
Gain on disposal of property and equipment	676	-
Miscellaneous gains	1,972	7,874
	<u>\$ 15,116</u>	<u>\$ 13,510</u>

(b) Other Expenses

<i>(in USD)</i>	2022	2021
Loss on scrap of property and equipment	\$ 9,143	\$ 91,508
Loss on disposal of property and equipment	1,614	-
Miscellaneous loss	102	-
	<u>\$ 10,859</u>	<u>\$ 91,508</u>

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22. Finance Income and Costs

(a) Finance Income

<i>(in USD)</i>	2022	2021
Interest income	\$ 893,230	\$ 341,554
Gain on foreign currency translation	4	1,864
Gain on foreign currency transactions	197,074	98,480
	<u>\$ 1,090,308</u>	<u>\$ 441,898</u>

(b) Finance Costs

<i>(in USD)</i>	2022	2021
Interest expenses	\$ 202,322	\$ 191,497
Loss on foreign currency translation	2,245,831	475,597
Loss on foreign currency transactions	277,377	139,768
	<u>\$ 2,725,530</u>	<u>\$ 806,862</u>

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23. Tax Expense

Income tax expense for the years ended December 31, 2022 and 2021, consists of:

<i>(in USD)</i>	2022	2021
Current tax	\$ 90,107	\$ 60,701
Deferred tax	-	-
Income tax expense	<u>\$ 90,107</u>	<u>\$ 60,701</u>

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the weighted average tax rate as follows:

<i>(in USD)</i>	2022	2021
Loss before income tax expense	\$ (46,665,282)	\$ (45,798,631)
Tax with statutory tax rate applied	(12,841,119)	(12,054,785)
Tax effects of:		
Expenses not deductible for tax purposes	2,509,457	1,170,770
Tax credit	(72,565)	(45,141)
Unrecognized deferred tax assets	10,942,490	11,170,541
Others (effects of change in tax rate and others)	(448,156)	(180,684)
Income tax expense	<u>\$ 90,107</u>	<u>\$ 60,701</u>

The effective tax rates for the years ended December 31, 2022 and 2021, were not calculated as the loss before income tax incurred.

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The movements in deferred tax assets and liabilities for the years ended December 31, 2022 and 2021, without taking into consideration the offsetting of balances within the same tax jurisdiction, are as follows:

(in USD)

	2022		
	Beginning balance	Increase (decrease)	Ending balance
Right-of-use assets	\$ (1,125,718)	\$ 281,527	\$ (844,191)
Intangible assets	(152,939)	(20,641)	(173,580)
Plan assets	(57,466)	(1,647)	(59,113)
Property and equipment	(2,486)	(259,028)	(261,514)
	<u>(1,338,609)</u>	<u>211</u>	<u>(1,338,398)</u>
Lease liabilities	1,159,356	(256,695)	902,661
Share-based payment expenses	2,792,941	(2,612,197)	180,744
Gain/Loss on foreign currency translation	-	597,096	597,096
Research and development expenses	-	8,947,095	8,947,095
Accrued expenses	3,802,154	(1,128,494)	2,673,660
Present value discounts	33,864	(9,877)	23,987
Defined benefit liabilities	57,466	25,249	82,715
Provision	11,708	(1,047)	10,661
	<u>7,857,489</u>	<u>5,561,130</u>	<u>13,418,619</u>
Deferred tax assets due to temporary differences	<u>6,518,880</u>	<u>5,561,341</u>	<u>12,080,221</u>
Tax loss	<u>21,037,718</u>	<u>3,180,968</u>	<u>24,218,686</u>
Tax credit carried forward	1,005,074	203,562	1,208,636
Unrecognized deferred tax assets	<u>(28,561,672)</u>	<u>(8,945,871)</u>	<u>(37,507,543)</u>
Net deferred tax assets (liabilities)	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

(in USD)

	2021		
	Beginning balance	Increase (decrease)	Ending balance
Right-of-use assets	\$ (824,632)	\$ (301,086)	\$ (1,125,718)
Intangible assets	(125,007)	(27,932)	(152,939)
Plan assets	(11,308)	(46,158)	(57,466)
Property and equipment	81	(2,567)	(2,486)
	<u>(960,866)</u>	<u>(377,743)</u>	<u>(1,338,609)</u>
Lease liabilities	893,299	266,057	1,159,356
Share-based payment expenses	1,664,351	1,128,590	2,792,941
Accrued expenses	1,818,634	1,983,520	3,802,154
Present value discounts	2,495	31,369	33,864
Defined benefit liabilities	22,391	35,075	57,466
Provision	-	11,708	11,708
	<u>4,401,170</u>	<u>3,456,319</u>	<u>7,857,489</u>

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<i>(in USD)</i>	2021		
	Beginning balance	Increase (decrease)	Ending balance
Deferred tax assets due to temporary differences	3,440,304	3,078,576	6,518,880
Tax loss	12,495,783	8,541,935	21,037,718
Tax credit carried forward	478,852	526,222	1,005,074
Unrecognized deferred tax assets	(16,414,939)	(12,146,733)	(28,561,672)
Net deferred tax assets (liabilities)	\$ -	\$ -	\$ -

The analysis of deferred tax assets and liabilities as at December 31, 2022 and 2021, is as follows:

<i>(in USD)</i>	2022	2021
Deferred tax assets		
Deferred tax asset to be recovered after more than 12 months	\$ 1,338,398	\$ 1,338,609
Deferred tax asset to be recovered within 12 months	-	-
Deferred tax liabilities		
Deferred tax liability to be recovered after more than 12 months	(1,338,398)	(1,338,609)
Deferred tax liability to be recovered within 12 months	-	-
Deferred tax assets (liabilities), net	\$ -	\$ -

Details of unrecognized deductible (taxable) temporary differences as deferred tax assets (liabilities) as at December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021	Remarks
Unused net operating losses ¹	\$ 88,236,586	\$ 78,302,063	Uncertainty of sufficient future taxable profit
Tax credit carried forward ¹	1,208,636	1,005,074	Uncertainty of sufficient future taxable profit
Accrued expenses and others	43,520,371	24,253,849	Uncertainty of sufficient future taxable profit

In addition, in relation to the taxable temporary differences of USD 560,090 (2021: USD 389,766) due to difference between tax acquisition value of investment in subsidiary and net asset value of the subsidiary, deferred tax liabilities are not recognized as there are no plans for disposal or dividends.

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¹ The maturity of unused net operating losses and unused tax credit is as follows:

<i>(in USD)</i>	2022		2021	
	Tax loss¹	Tax credit carried forward	Tax loss¹	Tax credit carried forward
Less than 1 year	\$ -	\$ -	\$ -	\$ -
1 to 5 years	-	-	-	-
Over 5 years	88,236,586	1,208,636	78,302,063	1,005,074
	<u>\$ 88,236,586</u>	<u>\$ 1,208,636</u>	<u>\$ 78,302,063</u>	<u>\$ 1,005,074</u>

¹ Losses of USD 12,742,930 incurred before 2017 are available for deduction from the future taxable income over 20 years after incurred and will be expired in or before 2034, and losses of USD 75,493,656 incurred after 2018 have no maturity for expiration.

24. Loss per Share

Basic loss per share is calculated by dividing the loss attributable to ordinary equity holders by the weighted average number of ordinary shares outstanding during the financial year.

(a) Basic loss per share

<i>(in USD)</i>	2022	2021
Loss attributable to the ordinary equity holders	\$ (46,755,389)	\$ (45,859,332)
Weighted average number of ordinary shares outstanding (in number of shares)	<u>19,753,214</u>	<u>19,051,844</u>
Basic loss per share	<u>\$ (2.37)</u>	<u>\$ (2.41)</u>

(b) Diluted loss per share

The Group did not issue any potential ordinary shares. Therefore, basic loss per share is identical to diluted loss per share.

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25. Cash Flows

(a) Cash used in operations

<i>(in USD)</i>	2022	2021
Loss before income tax	\$ (46,755,389)	\$ (45,859,332)
Adjustments for:		
Income tax expense	90,107	60,701
Interest expenses	202,322	191,497
Loss on foreign currency translation	2,245,831	475,597
Depreciation	1,823,142	1,192,135
Amortization	387,922	387,922
Salaries (share-based payments)	2,063,937	3,489,241
Research and development expenses (share-based payments)	1,955,467	4,001,331
Commission expenses (share-based payments)	423,763	273,562
Loss on scrap of property and equipment	9,143	91,508
Loss on disposal of property and equipment	1,614	-
Gain on disposal of property and equipment	(676)	-
Gain on termination of lease	(12,468)	(5,636)
Research and development expenses	-	1,200,000
Interest income	(893,230)	(341,554)
Gain on foreign currency translation	(4)	(1,864)
Change in operating assets and liabilities:		
Decrease in other receivables	(5,691)	(13,203)
Decrease (increase) in advance payments	345	(389)
Decrease (increase) in prepaid expenses	9,716,366	(1,650,757)
Increase in long-term prepaid expenses	(394,824)	(94,411)
Increase in prepaid taxes	(18,514)	-
Increase in VAT receivables	(42,995)	-
Increase in other payables	283,074	437,165
Increase in accrued expenses	71,157	332,071
Increase (decrease) in withholdings	(27,239)	91,741
Increase (decrease) in net defined benefit liabilities	212,615	(109,774)
Increase (decrease) in other current financial liabilities	(4,550,351)	7,487,228
Cash used in operating activities	<u>\$ (33,214,576)</u>	<u>\$ (28,365,221)</u>

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(b) Significant transactions not affecting cash flows

Significant transactions not affecting cash flows for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	2022	2021
Acquisitions of right-of-use assets	\$ -	\$ 3,656,906
Termination of lease and others	(26,050)	456,363

(c) Changes in liabilities arising from financing activities

Changes in liabilities arising from financial activities for the years ended December 31, 2022 and 2021, are as follows:

<i>(in USD)</i>	Liabilities from financing activities	
	Lease liabilities	
At January 1, 2022	\$	2,670,351
Acquisitions – leases		3,426,771
Termination – leases		(456,363)
Cash flows		(793,281)
Other non-financial changes		40,427
At December 31, 2022	\$	4,887,905
At January 1, 2023	\$	4,887,905
Termination – leases		(26,050)
Cash flows		(1,017,635)
Other non-financial changes		(16,044)
At December 31, 2023	\$	3,828,176

26. Related Party Transactions

Details of related parties that have sales and other transactions with the Group or have outstanding balances as at December 31, 2022 and 2021, are as follows:

Type	2022	2021	Relationship
Other related parties	Genexine, Inc.	Genexine, Inc.	Significant influence over the Company
	-	SL POGEN	A subsidiary of the Genexine, Inc. which has significant influence over the Company

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Sales and purchases with related parties for the years ended December 31, 2022 and 2021, are as follows:

(in USD)

Type	Name of entity	Accounts	2022	2021
Other related parties	Genexine, Inc.	Interest expenses	\$ 15,429	\$ 11,957
		Research and development expenses ¹	10,948,450	1,181,870
	SL POGEN	Interest expenses	-	9,318

¹ The transaction amount of research and development expenses between the Group and Genexine, Inc. is the total amount of expenses of USD 11,065,752 less USD 117,302 which NeolImmuneTech Co., Ltd., a subsidiary, charged to Genexine Co., Ltd. as a joint research and development expense.

Outstanding balances arising from sales/purchases of goods and services as at December 31, 2022 and 2021, are as follows:

(in USD)

Type	Name of entity	Accounts	2022	2021
Other related parties	Genexine, Inc.	Prepaid expenses	\$ -	\$ 9,030,233
		Other payables	67,959	316,749
		Lease liabilities	273,153	392,183
		Other receivables	20,145	-

The Group paid USD 2,284,959 (2021: USD 1,319,889) to Genexine, Inc. for the purchase of medicines related to NT-I7 which are produced by a third-party contract manufacturer, of which USD 50,514 has not yet been paid at the end of the reporting period. As ownership and control of the related medicines have been transferred to the Group during the reporting period, prepaid expenses related to the purchase of medicines recorded at the end of the prior year were recognized as research and development expenses during the current period.

Fund transactions with related parties for the years ended December 31, 2022 and 2021, are as follows:

(in USD)

Type	Name of entity	2022	
		Borrowing transactions ¹	
		Borrowings	Repayments
Other related parties	Genexine, Inc.	\$ -	\$ 107,334

¹ For the laboratory lease agreement which had been entered into with the Group and Genexine, Inc. the repayment of lease liabilities and interest expenses are USD 107,334 and USD 15,429, respectively.

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<i>(in USD)</i>		2021	
Type	Name of entity	Borrowing transactions¹	
		Borrowings	Repayments
Other related parties	Genexine, Inc.	\$ 65,958	\$ 69,279
	SL POGENS.	-	43,472

¹ During 2021, right-of-use assets and lease liabilities of USD 65,958 were recognized in respect to laboratory lease agreement which had been entered into with the Group and Genexine, Inc. and the repayment of lease liabilities during the year is USD 69,279 and interest expenses amount to USD 11,957.

For the laboratory lease agreement which had been entered into with the Group and SL POGENS in 2020, as the contracting party was changed to Genexine Co., Ltd. during 2021, an agreement regarding the succession of the tenant status was concluded from June 1, 2022. In relation to the agreement, the repayment of lease liabilities during 2021 is USD 43,472 and interest expenses amount to USD 9,318.

The Company entered into a purchase agreement for a right-to-use of intellectual property with Genexine, Inc., a related party (Note 28).

The compensation paid or payable to key management, who have significant authority and responsibility in respect to operating of the Company, for employee services for the years ended December 31, 2022 and 2021, consists of:

<i>(in USD)</i>	2022	2021
Salaries and other compensations	\$ 332,600	\$ 655,164
Share-based payments	423,763	542,380
	<u>\$ 756,363</u>	<u>\$ 1,197,544</u>

There is no payment guarantee provided by the related parties as at December 31, 2022 and 2021.

27. Segment Reporting

Operating segment is reported in a manner consistent with the internal business segment reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions. In accordance with Korean IFRS 1108 *Segment Reporting*, the Group has one operating segment.

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28. Commitments

(a) Right-to-use of intellectual property

a) License for NT-I7

In June 2015, the Company acquired a right-to-use of intellectual property (license) for NT-I7 from Genexine, Inc., and retains a right-to-use of the technology until 2036, the year of expiration for the patent of NT-I7 (Note 12). At inception of license-in-agreement, the Company paid USD 4,500,000 to Genexine, Inc. (total acquisition amounts: USD 12,500,000, including USD 8,000,000 of milestone fees).

During the year ended December 31, 2018, the Company paid milestone fees amounting to USD 3,000,000 to Genexine, Inc. according to the agreement, as approved for the first and second IND of clinical trials. Also, the Company agrees to pay milestone fees at the completion of the future clinical trials as follows:

- At the completion of the first clinical trials: USD 2,000,000
- At the completion of the second clinical trials: USD 3,000,000

The Company has the right of distribution in America and Europe regions, and pays 35% of the considerations if the license will be transferred to other parties, and pays 35% of net income arising from sales of products related to license of NT-I7 as royalty to Genexine, Inc.

(b) Supply agreement

In December 2016, the Company entered into a supply agreement with Genexine, Inc. in which Genexine, Inc shall provide the Company with products related to NT-I7 which are produced by a third-party contract manufacturer.

(c) Joint clinical research

In April 2018, the Company entered into a joint clinical research agreement with Genexine and F.Hoffmann-La Roche Ltd (hereinafter referred to as "Roche") for three types of skin cancer (melanoma, Merkel Cell Carcinoma and cutaneous Squamous Cell Carcinoma) and committed to receive Roche's product of TECENTRIQ free of charge, which is required for clinical trials. In December 2018, the Company submitted clinical trial plans to the U.S. Food and Drug Administration (USFDA) as the sole owner. Clinical trials are in progress as Investigational New Drug ("IND") was approved by the USFDA in January 2019.

In December 2019, the Company entered into a joint clinical research agreement with MSD International GmbH (hereinafter referred to as "Merck") for five types of solid cancer (non-small cell lung cancer, small cell lung cancer, microsatellite stable colorectal cancer, triple negative breast cancer and pancreatic cancer) and committed to receive Merck's product of KEYTRUDA free of charge, which is required for clinical trials. Clinical trials are in progress as the IND for the joint clinical research was approved by the USFDA in January 2020.

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In April 2020, the Company entered into a joint clinical research agreement with Bristol-Myers Squibb Company (hereinafter referred to as "BMS") for three types of gastric cancer (metastatic gastric cancer, gastro-esophageal junction cancer and esophageal adenocarcinoma) and committed to receive BMS's product of OPDIVO free of charge, which is required for clinical trials. Clinical trials are in progress as the IND for the joint clinical research was approved by the USFDA in July 2020.

In October 2020, the Company entered into a joint clinical research agreement with Roche on non-small cell lung cancer and committed to receive Roche's product of TECENTRIQ free of charge, which is required for clinical trials. Clinical trials are in progress as the IND for the joint clinical research was approved by the USFDA in October 2020.