MICROBIX BIOSYSTEMS INC.

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THIRD INTERIM REPORT

For the nine months ended June 30, 2022



Message to Shareholders

Results for the third quarter of fiscal 2022 ended June 30, 2022 ("Q3") provide a seventh consecutive quarter of profitability. In turn, the nine months of fiscal 2022 ("YTD") realized year-over-year sales growth of 14%, along with a large increase in cash-flow from operations. This progress is the result of our successful transformation into a creator, maker, and marketer of innovative, proprietary, branded, and fully-regulated medical devices.

Shortly before this message was finalized, Microbix disclosed an important new phase of sales growth: Supplying QAPs to include in kits of consumables sold by a leading global point-of-care test maker. Microbix is thereby realizing our objective to be the partner-of-choice for providing in-kit controls for new generations of infectious-disease diagnostic tests, including multi-pathogen tests (i.e., multiplex tests), cancer screening (e.g., HPV testing), and for antimicrobial-resistance profiling (i.e., AMR tests).

The investments we have made, and continue to make, in product development, clinical and regulatory support, manufacturing scale-up, process validation, and relationship-building have been with the objective of securing such high-volume ongoing purchase and supply agreements. We expect that the announced contract will be the first of many and lead our QAPs to become the largest segment of Microbix sales, with such sales doubling and redoubling over the next several years.

In addition to our multi-faceted work on QAPs, we continue to add to our overall capabilities. Recent quarters have seen the addition of management directors to support enhanced IT capabilities (a belated welcome to Mr. Dennis Haikalis), as well as deeper clinical lab expertise (a more timely welcome to Dr. Anu Rebbapragada). Microbix expects to continue to add to our leadership team on a cross-functional basis, as well as to promote from within as merited and whenever possible.

Q3 has seen still more positive milestones, including the completion of renovations to our third site, commissioned for semi-automated production of $DxTM^{TM}$, offices, and warehousing. Fully-automated

DxTM production is now targeted to start in fall of 2022, in time for winter respiratory virus testing. In preparation for that expanded capacity, Microbix is engaged with outreach to labs in other Canadian provinces to provide a domestic supply option.

In its other major business line, our antigens testingredients business, Microbix is seeing a recovery in the demand that had been supressed as a result of the pandemic disrupting care patterns. Specifically, Q3 sales of antigens neared \$2.3 million, up 42% from their low-point just the prior quarter. Our outlook for antigens is positive with a solid order book over the balance of fiscal 2022 and into 2023.

Each of Microbix's revenue-oriented business lines is progressing, enabled by our talented and dedicated team. To retain and incentivize our staff in the face of much higher inflation, we'll keep working to provide optimal pay and career opportunities. One such action will be the start of a deferred profit-sharing plan, as part of emphasizing performance-linked compensation measures across Microbix.

Microbix's many shareholders continue to be key in driving our growing success. Your support helps us to navigate the business, economic, and social issues of these times and we can happily report still better measures of financial solvency alongside our profitability. In tandem, any working capital not needed immediately for operations is being directed into short-term investments and our leadership will likewise evaluate further debt repayment, share buybacks, and acquisitions if accretive to earnings.

To conclude, Microbix is starting to emerge as a distinct brand in the diagnostics sector – A firm that doesn't market particular tests, but instead makes everyone's tests work better. This quality-centric message unifies our three business lines, whether it be supporting test production (antigens), securing sample collection or ensuring test-accuracy (DxTM and QAPs). We remain excited, motivated, and thankful about our work and our company!

Personally and on behalf of our team, I thank you for your continuing support and wish you all the best.

Cameron L. Groome Chief Executive Officer and President

Canadian Funds

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2022 AND 2021

The Company's Management's Discussion and Analysis ("MD&A") should be read in conjunction with the audited Consolidated Financial Statements and notes for the year ended September 30, 2021, prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board and filed on SEDAR. Additional information relating to the Company, including its Annual Information Form ("AIF"), can be found on SEDAR at www.sedar.com. Reference to "we", "us", "our", or the "Company" means Microbix Biosystems Inc. unless otherwise stated. All amounts are presented in Canadian dollars unless otherwise stated. Statements contained herein, which are not historical facts, are forward looking statements that are subject to certain risks and uncertainties that could cause actual results to differ materially from those set forth or implied. These forward-looking statements include, without limitation, discussion of financial results or the outlook for the business, risks associated with its financial results and stability, its antigens, quality assessment products, and viral transport medium businesses, development projects such as those referenced herein, sales to foreign jurisdictions, engineering and construction, production (including control over costs, quality, quantity and timeliness of delivery), foreign currency and exchange rates, maintaining adequate working capital and raising further capital on acceptable terms or at all, and other similar statements concerning anticipated future events, conditions or results that are not historical facts. These statements reflect management's current estimates, beliefs, intentions and expectations; they are not guarantees of future performance. The Company cautions that all forward looking information is inherently uncertain and that actual performance may be affected by a number of material factors, many of which are beyond the Company's control. Accordingly, actual future events, conditions and results may differ materially from the estimates, beliefs, intentions and expectations expressed or implied in the forward looking information. All statements are made as of the date of this disclosure and represent the Company's judgment as of that date and the Company disclaims any intent or obligation to update such forwardlooking statements.

The Management Discussion and Analysis is dated August 10, 2022.

COMPANY OVERVIEW

Microbix Biosystems Inc. (Microbix or the Company) (TSX: MBX, OTCQX: MBXBF) is an award-winning life sciences innovator, manufacturer, and exporter making critical ingredients that enable the production of clinical diagnostics (antigens), creating and manufacturing medical devices, including quality assessment products that help ensure test accuracy (also known as QAPs™), and viral transport medium for enabling the collection of patient samples to test for pathogens such as the virus causing COVID-19 disease (branded as DxTM[™]). In the context of Microbix's business, antigens are purified and inactivated bacteria, viruses, or their components which are used in the immunoassay format of medical tests to assess exposure to, or immunity from, those pathogens. QAPs are inactivated and stabilized samples of a pathogen or an analogue to a pathogen, that are created to resemble patient samples in order to support one or more of (i) the proficiency testing of clinical labs (usually unbranded "white label"), (ii) incorporated into kits of test consumables by OEM diagnostics companies (usually unbranded "white label"), (iii) test development, instrument validation and technician training (often branded PROCEEDx®), or (iv) the quality management of patient test-workflows by clinical laboratories (branded as REDx®). Microbix' antigens and QAPs are sold to more than 100 customers worldwide, primarily to multinational diagnostics companies and laboratory accreditation organizations. The first private sector sales of Microbix's DxTM[™] were recorded in fiscal Q2, 2021 followed by a material first order from the Province of Ontario received in April, 2021 and a material reorder secured in December, 2021. Further DxTM re-orders from Ontario are being pursued, along with other private-sector and governmental customers.

COMPANY OVERVIEW (Continued)

Microbix also applies its biological expertise and infrastructure to develop other proprietary products and technologies, most notably Kinlytic[®] urokinase, a biologic thrombolytic drug used to treat blood clots.

The COVID-19 pandemic and its health, economic, and societal impacts are effecting all industries, including medical diagnostics. As a result, trend discussions here may be disrupted. For example, since early fiscal 2020 sales of antigens have been reduced due to fewer patients seeking or receiving care in relation to diseases other than COVID-19.

However, more broadly speaking, revenue from the antigens and QAPs business (Antigens & QAPs) are expected to continue growing for the foreseeable future. Antigen sales growth may be largely driven by certain public health tests becoming more widely used in the Asia Pacific region and, more recently, increased global testing for respiratory pathogens. QAPs sales growth are expected to be driven by Microbix's creation of new value-added and proprietary products for test-makers and clinical laboratories, and by increasing American, European and international quality-management regulation of clinical laboratories. Sales of DxTM began in fiscal Q2 of 2021 and, based on multiple purchase orders from representatives of the Province of Ontario and interest in supply chain security from other parties across Canada, have now become a material new product category for Microbix.

The sales resulting from antigens, QAPs, and DxTM activities are expected to provide free cash flow to cover operating and debt service costs, and funding for business initiatives that leverage Microbix's expertise.

Microbix owns and operates a biologicals manufacturing facility at 265 Watline Avenue in Mississauga, Ontario. For that facility, Microbix has a Pathogen and Toxin license issued by the Public Health Agency of Canada. The Company's administrative offices, along with further production and lab spaces, are in a leased building located at 235 Watline Avenue, Mississauga, Ontario. A third adjacent site at 275 Watline Avenue was leased as of July, 2021 and renovations have since been completed to support larger-scale DxTM production. Microbix is ISO 9001 & 13485 accredited, FDA & Health Canada establishment licensed, Australian TGA registered, and provides CE marked products.

FINANCIAL OVERVIEW

Three Months Ending June 30, 2022 ("Q3")

Q3 revenue was \$5,011,025, an 8% decrease from Q3 2021 revenues of \$5,451,834. Included were recovering antigen revenues of \$2,283,621 (2021 - \$2,398,969). QAPs revenues grew by 24% in Q3 to \$1,305,896 (2021 - \$1,051,617). Revenue from DxTM was strong in Q3 at \$1,326,410 but down from the prior year period (2021 - \$1,924,300), and royalties were \$95,099 (2021 - \$76,948). The year-over-year change in Q3 2022 sales was most influenced by Ontario-driven deliveries of DxTM, which were down from last year's Q3.

Q3 gross margin was 55%, down from 63% in Q3 2021, due to a greater relative proportion of lower margin antigen ingredients sales and pressure on supply chain costs due to inflation.

Operating expenses in Q3 increased by 10% relative to Q3 2021, due to increased investment in R&D projects for our QAPs business, additional spending in sales and marketing to support sales growth, and no Ontario Together Fund ("OTF") grant funding this quarter vs. Q3 2021; all offsetting reduced interest costs due to the repayment of debentures and BDC loans. Overall, lower sales and fewer gross margin dollars during the period led to an operating income and net income of \$638,502 versus a Q3 2021 operating income and net income of \$1,516,178. Cash provided by operating activities was \$2,709,545, compared to cash used of \$683,335 in Q3 2021, an improvement largely driven by non-cash working capital account balances in Q3 2022.

FINANCIAL OVERVIEW (Continued)

Nine Months Ending June 30, 2022 ("YTD")

YTD revenue was \$14,747,189, a 14% increase from YTD 2021 revenues of \$12,963,266. Included were antigen revenues falling by 20% to \$5,658,007 (2021 - \$7,061,161), due to lower year-over-year sales in Q1 and Q2 of fiscal 2022. QAPs revenues were up approximately 8% in YTD fiscal 2022 at \$3,773,429 (2021 - \$3,509,127). In turn, revenue from DxTM increased by 130% YTD 2022 to \$5,004,359 (2021 - \$2,179,300), and royalties were \$311,394 (2021 - \$213,679). YTD 2022 sales growth was most influenced by Q1 through Q3 Ontario-driven deliveries of DxTM, followed by continued diagnostics industry uptake of QAPs, and offset by weaker antigen sales.

YTD gross margin was 62%, up from 60% YTD 2021, due to a greater proportion of sales of QAPs, new VTM sales, and the effects of antigen product sales mix.

Operating expenses YTD increased by 28% relative to YTD 2021, due to increased investment in R&D projects for our QAPs business, additional spending in sales and marketing to support sales growth, and no Ontario Together Fund ("OTF") grant funding this year vs. last year; more than offsetting a reduction in interest costs due to the repayment of debentures and BDC loans.

Overall, greater sales and more available gross margin dollars during the period were offset by increased operating expenses and led to a YTD 2022 operating income and net income of \$2,252,769 versus a YTD 2021 operating income and net income of \$2,454,461. Cash provided by operating activities was \$3,318,763 for YTD 2022, compared to cash provided by of \$485,115 in YTD 2021, with the majority of the change coming from improvements in non-cash working capital.

At the end of Q3, Microbix's current ratio (current assets divided by current liabilities) was 7.84 and its debt to equity ratio (total debt over shareholders' equity) was 0.35.

Financial mgnugnus				
For the three months and nine months ended	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021
Total Revenue \$	5,011,025	\$ 5,451,834	\$ 14,747,189	\$ 12,963,266
Gross Margin	2,766,146	3,445,814	9,104,303	7,798,217
SG&A Expenses	1,569,790	1,384,951	4,882,447	3,856,512
R&D Expense	387,400	271,503	1,354,758	685,663
Financial Expenses	170,454	273,182	614,329	801,581
	620 502	1 516 170	2 252 700	2 454 461
Operating Income (Loss) for the period	638,502	1,516,178	2,252,769	2,454,461
Net Income (Loss) and Comprehensive	638,502	1,516,178	2,252,769	2,454,461
Income (Loss) for the period				
Cash Drovided (Used) by Operating Activities	2 700 545	(002 225)	2 210 702	405 115
Cash Provided (Used) by Operating Activities	2,709,545	(683,335)	3,318,763	485,115
As at	June 30, 2022	September 30, 20	21	
Cash and Cash Equivalents	14,163,191	9,986,312		
Accounts receivable	2,487,024	4,175,116		
Total current assets	23,475,502	19,094,482		
Total assets	33,296,106	28,829,034		
Total current liabilities	2,993,438	5,194,194		
Total liabilities	8,551,044	10,272,890		
Total shareholders' equity	24,745,062	18,556,144		
Current ratio	7.84	3.68		
Debt to equity ratio	0.35	0.55		

Financial Highlights

SELECTED QUARTERLY FINANCIAL INFORMATION

	Sep-30-20 \$	Dec-31-20 \$	Mar-31-21 \$	Jun-30-21 \$	Sep-30-21 \$	Dec-31-21 \$	Mar-31-22 \$	Jun-30-22 \$
Total Revenue	2,705,732	3,157,659	4,353,773	5,451,834	5,629,694	4,855,600	4,880,564	5,011,025
Net Income (Loss) and Comprehensive Income (Loss)	(4,982,997)	130,819	807,463	1,516,178	778,929	880,778	733,489	638,502
Operating Income (Loss) before Impairment of Assets, Interest Accretion Expense and Finance Expense	s (82,111)	393,222	1,073,460	1,789,360	1,580,553	1,121,528	936,614	808,956

OUTLOOK

Microbix' primary business is the result of over three decades of experience manufacturing high quality viral and bacterial antigens – for use as manufacturing ingredients in the medical diagnostic testing industry. Its many antigen products have received widespread and longstanding acceptance by "immunoassay" diagnostic test makers, with continuing growth in demand being the trend prior to the pandemic. Microbix antigens are now used by over 100 diagnostics makers and are the critical biology inside tens of millions of medical tests for bacterial and viral diseases.

From 2017 until the emergence of the COVID-19 pandemic, growth in demand for Microbix' antigens had been stronger to end-customers in both established and emerging markets. Much of that growth was believed to be due to a number of diagnostics for infectious diseases important to public health beginning to be adopted in the Asia-Pacific region. In fiscal 2018 and across fiscal 2019, we saw the emergence of this Asian demand materialize in orders from our distribution partner for such markets, as well as from customers based in North America and Europe that were achieving growing sales into Asia. While we believe Asia-Pacific demand for antigens should continue to grow over time, sales to this newer market were also adding to the quarter-to-quarter volatility of Microbix's revenues. From fiscal 2020, antigen demand has declined as a result of the COVID-19 pandemic and its impacts on patient and health system behaviours and upon the global allocation of testing resources.

Beyond the COVID-19 pandemic, the long-term effect of increasing Asia-Pacific test usage may be to take Microbix's potential antigens market from being the population of North America and Western Europe to closer to the much larger overall global population. As a leading global supplier of such vital native antigens that has created and validated leading-edge production techniques, Microbix believes it is now well-prepared to fulfill such demand growth, should it re-emerge as the pandemic ebbs.

In fiscal 2020, a different antigens market driver emerged in the form of the COVID-19 pandemic. While Microbix does not currently supply native or recombinant antigens for immunoassay tests for the Coronavirus that causes COVID-19 disease (properly called the SARS-CoV-2 virus), it does expect to see lasting long-term benefits within its antigens business. Such benefits would initially come from increased testing resourcing/ capacity in general, and specifically from increased immunologic testing for exposure to respiratory pathogens other than the SARS-CoV-2 virus.

Prior to COVID, Microbix had been seeing the flow of orders for some of its antigens increasing, as its products form an integral part of some approved tests. However, at present, patient testing in relation to diseases other than respiratory infections is continuing to be disrupted as a result of several factors, including testing resources limitations, patient reluctance to see medical professionals (or the reverse) for non-emergency issues, and recurring societal lockdowns. It is important to note that these factors are not unique to Microbix, but are affecting the entire diagnostics industry on a worldwide basis.

Microbix's QAPs business involves the use of antigens, nucleic acids, or proteins (collectively, biomaterials) for purposes beyond the large-scale manufacturing of medical test kits. This usage packages a very small amount of such stabilized and inactivated biomaterials into individual small vials (e.g., ~1.0 ml of liquid) or dried onto sample collection swabs (i.e., Copan[®] "FLOQSwabs[®]"). Such samples are used as tools to establish whether the

OUTLOOK (Continued)

quality objectives of clinical laboratories are being met – for example to assess whether testing equipment is functioning properly, if staff has been adequately trained and is performing properly, or if reagents or other consumables have spoiled. Such innovative, proprietary, and branded quality assessment products (QAPs[™], pronounced as "caps") are a high value end-use of Microbix's biologicals expertise and there is a growing need for such products as regulators progressively tighten their surveillance of the competence of medical testing labs or point-of-care testing sites. Regular usage of QAPs helps labs avoid systemic errors such as those which, in the autumn of 2021, resulted in a UK-based lab falsely reporting 40-50,000 COVID-positive patients as being uninfected. Notable drivers for such demand are the U.S. "CLIA" regulations, European Union IVD-D and IVD-R regulations, and ISO 15189 standards, that are all encouraging labs to increase their use of quality assessment products from qualified third-parties across their ever-broadening portfolio of tests. Across fiscal 2021, Microbix derived approximately 25% of its sales from providing QAPs – to laboratory accreditation organizations, diagnostic test and instrument-makers and to clinical laboratories (directly and via distributors). This is an increase from 15% across fiscal 2020, and 10% historically – reflecting the strong growth of the QAPs product category (e.g., sales increase of 208% for fiscal 2021 compared to the prior year).

The COVID-19 pandemic has presented a pertinent illustration of the need for QAPs and Microbix's capabilities to create, license/register, and manufacture such products. As Microbix concluded this emerging pathogen had potential to create a pandemic, it began the development of QAPs products directed at supporting the accuracy of emerging molecular (i.e., "RT-PCR") tests for the virus. Discussions around the development of this product began in February, 2020, were followed by Canadian, EU and U.S. licensings/registrations through the spring, and led to first sales in all three markets prior to June 30, 2020. Subsequently, Microbix has also developed QAPs to support RT-PCR testing for multiple COVID variants-of-concern, for COVID antigen-tests, and for COVID serological tests. However important, COVID remains only a portion of Microbix's QAPs portfolio, which now comprises more than 80 discreet products that are principally in the respiratory and sexually-transmitted disease categories. QAPs are also offered in two formats – liquid-filled vials and on Copan® FLOQ swabs[®]. That broad portfolio of QAPs has enabled Microbix to build-out a global distribution network for this product line, with a total of nine distributors now providing end-user access and sales support in over 30 countries.

In fiscal 2021, Microbix announced further projects to support the fight against the pandemic – including its project to produce viral transport medium (branded DxTM) in support of Ontario's RT-PCR testing for COVID-19 disease. An Ontario Together Fund (OTF) grant to support this project was announced in Q1 of fiscal 2021, Microbix completed its technical file to enable Canadian sales in Q2 of fiscal 2021, and a material first order of \$4.25 million was received from Ontario-based procurement Authorities in April, 2021 and a follow-on order of \$4.7 million in December, 2021. The benefits from these orders are reflected in the results for fiscal 2021 and YTD fiscal 2022.

It is worth repeating that everyone at Microbix has been working hard to help conquer the new challenges to human health and well-being throughout this very challenging pandemic and will continue to do so beyond it.

Due to the positive prospects of each of the above lines of its business and products, Microbix continues to reinvest to better ensure that it can meet expected growth in demand across its product portfolio. Such work includes upgrading its human resources, manufacturing technologies, quality systems, software systems controls, processes and training, capacity and allocation of resources, along with developing and launching new products. This has involved many steps to both de-bottleneck and de-risk our production processes, work that will be ongoing as Microbix continues to grow sales across our product lines. Starting in fiscal 2018, multiple upgrades to facilities have been made and further investments will continue to be made in infrastructure going forward, such as those discussed in the Public Offering prospectus dated May 19, 2021 Additionally, Microbix will be investing in our people – with efforts to enhance training, career progression, motivation, and retention.

Benefits of the manufacturing upgrades became readily apparent in fiscal 2021, a year in which Microbix proved capable of supporting year-over-year sales growth of 77%. Additionally gross margins for fiscal 2021 improved to 59% from just 44% the prior year due to both a greater proportion of branded medical devices (56% vs. 17%), better control of production processes and an improved product mix. Fiscal

OUTLOOK (Continued)

2021 was the first year that reflects Microbix's work in positioning for continuing sales growth, to materially improve its percentage gross margins, and drive toward a higher proportion of higher margin Microbixbranded medical devices. This statement is most conclusively supported by the \$3.2 million of net earnings recorded for fiscal 2021, for a gratifying full year net earnings margin of 17%. In turn, Q3 of fiscal 2022 is Microbix's seventh consecutive quarter of profitable growth, a track record which is targeted to continue.

More broadly speaking though, the business environment continues to present challenges to many companies, including Microbix. The COVID-19 pandemic continues to disrupt normal antigen ordering patterns and has delayed the widespread uptake of Microbix' novel and innovative QAPs for such areas as high-risk Human Papilloma Virus (HPV) molecular testing and other sexually-transmitted infections. The development and registration of leading-edge QAPs to support COVID-19 test accuracy have partially, but not fully, offset these disruptions and delays. Furthermore, there is widespread re-emergence of inflation in goods, services, and wages which Microbix must necessarily pass through to its customers.

However, the full year of fiscal 2021 provided firm evidence of the interest in Microbix's QAPs from the global diagnostics and clinical laboratory industries, with fiscal 2021 sales of \$4.7 million demonstrating substantial growth from the prior year. Such QAPs sales growth is expected to continue, particularly as Microbix works to secure purchase and supply agreements with test manufacturers to include QAPs at fixed ratios in their kits of test consumables.

Going forward, Microbix is working to maintain or improve its percentage gross margin while also growing its sales of antigens, QAPs, and DxTM. Strong percentage gross margins, such as those seen across fiscal 2021 and in YTD 2022, should be achievable by way of operational discipline across antigens, QAPs and DxTM, although variation in product sales mix will drive some quarter-to-quarter volatility. Achievement of Microbix's sales and gross margin goals is expected to lead to continued (and increasingly meaningful) quarterly net earnings, paired with ongoing updates to shareholders on progress with operational goals and business milestones.

With regards to Kinlytic urokinase, Microbix's biologic clot-buster therapeutic, it is management's opinion that the COVID-19 pandemic has increased the difficulty of securing a partnering agreement to obtain the required re-development funding. This is for two reasons: (i) the pandemic has disrupted the business of the hospital-oriented product companies that are the most evident potential partners for this asset (due to fewer normal-course procedures being done) and thereby constrained the new product budgets of such companies, and (ii) ongoing restrictions on physical travel (i.e., closed borders, quarantines, etc.) are making it more difficult to advance negotiations, conclude partnerships, and manage off-site manufacturing or clinical trial work.

Accordingly, Microbix cannot represent a precise timeline for securing a funding partner to advance the re-development of Kinlytic to sBLA filing and renewed commercial sales. As a consequence, management followed International Financial Reporting Standards (IFRS) and fully impaired the book value of this asset in Q4 of fiscal 2020. However, since that time, management has continued efforts to partner this asset and thereby return the drug to the United States market for its catheter-clearance sub-indication. Microbix remains optimistic that it will achieve that objective and thereby derive value from this asset.

To summarize, the company continues to target double-digit annual percentage growth in sales, while concurrently working to realize gross margins and net earnings. Sustainable growth and consistent profitability are core goals for Microbix. Those objectives should be attainable based on increasing long-term demand for antigens, implementation of innovative antigen production methods, the launch of new QAPs product SKUs, material sales of DxTM, and successful partnering of Kinlytic. It is intended that success with such initiatives will drive share price appreciation.

Canadian Funds

LIQUIDITY, CASH FLOWS AND CAPITAL RESOURCES

The consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") on a going concern basis, which presumes the Company will continue operating for the foreseeable future and will be able to realize a return on its assets and discharge its liabilities and commitments in the normal course of business.

The Company has incurred historical losses resulting in an accumulated deficit of \$36,407,851 as at June 30, 2022. Management continuously monitors the financial position of the Company with respect to working capital needs, as well as long-term capital requirements compared to the annual operating budget. Variances are highlighted and actions are taken to ensure the Company is appropriately capitalized.

Future Liquidity and Capital Needs

The Company primarily funds new product development activities and capital expenditures from profits earned by its business and, periodically from additional equity and/or debt.

Over the course of fiscal 2022, cash flow is expected to improve due to: 1) continued growth in overall product sales, 2) improvements in product pricing or other sales terms, 3) greater sales of higher percentage gross margin products, and 4) other business development and financial initiatives. Management expects these developments will continue to significantly improve the overall liquidity position, as the Company's plans come to fruition.

To support the continued growth of the business, on January 30, 2020, the Company completed a non-brokered private placement offering of an aggregate of 11,800,000 units for total gross proceeds of \$2,360,000. Each unit consisted of one common share of Microbix and one common share purchase warrant. Each warrant entitles the holder to purchase one additional common share at an exercise price of \$0.36 for five years. The financing was non-brokered. Cash commissions of \$104,300 were paid and an aggregate of 521,500 Broker's Warrants were issued in the private placement offering. Each Broker's Warrant entitles the holder to purchase one unit at a price of \$0.36 for a period of five years. All securities issued under the private placement were subject to a hold period which expired four months and one day from the date of closing.

In addition, on May 19, 2021, the Company completed a public offering and concurrent private placement offering of an aggregate of 11,500,000 units for total gross proceeds of \$6,900,000, and net proceeds of \$6,131,568 after share issuance costs of \$768,432. Each unit consisted of one common share of Microbix and one-half of one common share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share at an exercise price of \$0.80 for two years. The financing was a "bought deal", with co-lead underwriters of the Offering (iA Private Wealth Inc. and Bloom Burton Securities Inc.). Cash commissions of \$402,500 were paid and an aggregate of 670,833 Broker's Warrants were issued in the public offering. Each Broker's Warrant entitles the holder to purchase one unit at a price of \$0.60 for a period of two years. All securities issued under the concurrent private placement were subject to a hold period which expired four months and one day from the date of closing.

On October 13, 2020, the Company announced a grant agreement with the Ontario Together Fund ("OTF") of the Ministry of Economic Development, Job Creation and Trade (the "Grant"). The Grant of \$1,445,000 was to cover 50% of the cost to automate production of the Company's quality assessment products (QAPs[™]) that help ensure the accuracy of infectious disease diagnostic testing, and enable local, secure, and cost-effective automated production of the quantities of viral transport medium (generically "VTM" and branded "DxTM[™]") needed for Ontario's lab-based testing for COVID-19 disease or other tests of concern to public health or safety. An initial Grant disbursement, upon execution of the agreement, in the amount of \$867,000, was received on October 13, 2020. The remaining \$578,000 of the grant was paid upon project completion and a review of Eligible Project Expenditures incurred during the project, up to February 28, 2022. During the year ended September 30, 2021 the Company recognized \$717,587 (2020 - nil) of grant income. The company also recorded a \$680,202 reduction in capital asset costs.

LIQUIDITY, CASH FLOWS AND CAPITAL RESOURCES (Continued)

Future Liquidity and Capital Needs (Continued)

During the three months ending June 30, 2022, the Company received \$\$105,000 from the exercise of 375,000 options. In addition, a \$500,000 debenture was converted to 2,173,913 shares during the quarter.

During this fiscal year, the Company made an early repayment of the remaining outstanding principal relating to a \$2 million non-convertible 9% interest debenture. A payment of \$1,331,758, including accrued interest, was made on October 1, 2021.

On December 3, 2021 the Company prepaid in full the outstanding balance including accrued interest for a BDC loan, totalling \$266,094. See the long-term debt note for further details.

Microbix will continue to monitor and manage its cash position, with the objective of anticipating and meeting all current and future liquidity and capital needs.

Outstanding Share Capital

Share capital issued and outstanding as at June 30, 2022 was \$49,126,566 for 137,291,374 common shares and September 30, 2021 was \$43,609,601 for 126,377,167 common shares.

Global pandemic

In early 2020, the coronavirus ("COVID-19") was confirmed in multiple countries throughout the world and on March 11, 2020, the World Health Organization declared a global pandemic.

As a result of the continued and uncertain health, economic, business, and societal impacts of the COVID-19 pandemic, the Company has reviewed the estimates, judgments and assumptions used in the preparation of its financial statements, including with respect to the determination of whether indicators of impairment exist for its tangible and intangible assets and the credit risk of its counterparties.

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

Any of these developments, and others, could have a material adverse effect on the Company's business, financial condition, operations and results of operations. In addition, because of the severity and global nature of the COVID-19 pandemic, it is possible that estimates in the Company's financial statements will change in the near term and the effect of any such changes could be material, which could result in, among other things, impairment of long-lived assets or a change in the estimated credit losses on accounts receivable. The Company is constantly evaluating the situation and monitoring any impacts or potential impacts to its business.

See the "Risks and uncertainties" section of this MD&A for a further discussion of the COVID-19 pandemic.

LIQUIDITY, CASH FLOWS AND CAPITAL RESOURCES (Continued)

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements that have or are reasonably likely to have a current or future material effect on its financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources.

TREND INFORMATION

Historical spending patterns are no indication of future expenditures. Investment in the new products and technologies is at the discretion of management and the board of directors. The Company is not aware of any material trends related to its business that have not been discussed in this Management Discussion and Analysis dated August 10, 2022.

RISKS AND UNCERTAINTIES

The Company has exposure to credit risk, liquidity risk and market risk. The Company's Board of Directors has the overall responsibility for the oversight of these risks and reviews the Company's policies on an ongoing basis to ensure that these risks are appropriately managed, including through the use of financial instruments where appropriate. Further discussion of the management of such risks is included in note 21 to the audited consolidated financial statements for the year ended September 30, 2021.

COVID-19 Pandemic

As previously discussed, the Company's business may be negatively impacted by the COVID-19 pandemic, which has created, and continues to create, significant societal and economic disruptions. The changing and rapidly-evolving effects of the COVID-19 pandemic – the duration, extent and severity of which are currently unknown - on investors, businesses, the economy, government bodies, society and the financial markets could, among other things, add volatility to the global stock markets and change interest rate environments. The COVID-19 pandemic and measures to prevent its spread may negatively impact the Company, its customers, counterparties, employees, third-party service providers and other stakeholders, as applicable, in a number of ways, including, but not limited to, by: (i) adversely affecting the business operations of the Company, including the Company's planned sales and marketing processes for its approved products; (ii) disrupting the Company's supply chain, including the manufacture and/or delivery of its products to its customers and distributors on which the Company relies; (iii) adversely affecting local, national or international economies and employment levels; (iv) causing business interruptions, including as a result of steps taken by the Company in compliance with government recommendations and orders, such as requiring employee to work remotely, which may cause strain on such existing resources as information technology systems, and suspension of all non-essential travel; (v) disrupting public and private infrastructure, including communications and financial services, which could disrupt the Company's normal business operations; (vi) disrupting health care delivery; disrupting or prolonging business development initiatives such as the partnering of Kinlytic[®] urokinase. At this point, the extent to which the COVID-19 pandemic will or may impact the Company is uncertain and these factors are beyond the Company's control; however, any of these events, in isolation or in combination, could have a material adverse effect on the Company's business, results of operations and financial condition and the market price of the Company's securities. The Company is exposed to business risks, both known and unknown, which may or may not affect its operations. Management works continuously to mitigate unacceptable risk, while still allowing the business to grow and prosper. These risk factors include the following:

RISKS AND UNCERTAINTIES (Continued)

A significant portion of Antigens Product sales are dependent on key clients, open borders, international transportation systems, and access to raw materials.

A significant share of the Company's antigen product sales are sold to a few key customers globally. These products contributed a significant share of the revenues. The loss of a key customer, or restrictions on export, import, or international transportation of its products, raw materials or insufficient marketing resources, could materially impact revenue and profitability.

Environmental, safety and other regulatory

Microbix' research and manufacturing operations involve potentially hazardous materials. The Company takes extensive precautions to appropriately manage these materials as regulated by the applicable environmental and safety authorities. Changes in environmental and safety legislation may limit the Company's activities or increase costs. An environmental accident could adversely impact its operations. Microbix' antigen products are considered a production ingredient and not directly regulated by governments in Canada or other jurisdictions. Commercialization of certain quality assessment products require approval of regulatory agencies such as the FDA, in which case Microbix will not receive revenue until regulatory approval is obtained.

Quality Assessment Products in development

The Company has multiple quality assessment products under development, with the goal of building its sales of this category of product. There is no assurance that these development activities will result in the completion of new commercial products. If the Company is unable to develop and commercialize products, it will be unable to recover its related product development investments.

Viral Transport Medium Products (DxTM)

Microbix's newest product offering, DxTM is principally reliant upon sales to designates of the Government of Ontario. There is no assurance that sales to such designates will be ongoing or that other customers will be secured.

Product commercialization requires strategic relationships

To commercialize large market products in development, Microbix may need to establish strategic partnerships, joint ventures or licensing relationships with pharmaceutical, biotechnology or animal genetics companies. It is possible the Company may be unable to negotiate mutually acceptable terms.

Operating and capital requirements

Microbix seeks to earn a profit on the sale of its Antigens, QAPs and VTM products, which is a major source of funding for its new product oriented research and development activities. The Company believes that cash generated from operations is sufficient to meet normal operating and capital requirements. However, the Company may need to raise additional funds, from time to time for several reasons including, to expand production capacity, to advance its current research and development programs, to support various collaboration initiatives with third parties, to underwrite the cost of filing, prosecuting and enforcing patents and other intellectual property rights, to invest in acquisitions, new technologies and new market developments. Additional financing may not be available, and even if available, may not be offered on acceptable terms.

RISKS AND UNCERTAINTIES (Continued)

Future success may depend on successfully commercializing new products or technologies

In the nearer term, Microbix must maintain and grow its existing product sales. To survive and prosper over the longer term, Microbix may need to commercialize new products or technologies. Such work is inherently uncertain and there is no guarantee that Microbix will be successful with its efforts.

Failure to obtain and protect intellectual property could adversely affect business

Microbix' future success depends, in part, on its ability to obtain patents, or licenses to patents, maintain trade secret protection and enforce its rights against others. The Company's intellectual property includes trade secrets and know-how that may not be protected by patents. There is no assurance that the Company will be able to protect its trade know-how. To help protect its intellectual property, the Company requires employees, consultants, advisors and collaborators to enter into confidentiality agreements. However, these agreements may not adequately protect trade secrets, know-how or other proprietary information in the event of any unauthorized use or disclosure. Protection of intellectual property may also entail prosecuting claims against others who the Company believes are infringing its rights or securing its freedom to operate relative to the rights of other parties. Involvement in intellectual property litigation could result in significant costs, adversely affecting the development of products or sales of the challenged product, or intellectual property, and divert the efforts of its scientific and management personnel, whether or not such litigation is resolved in the Company's favour.

Microbix will continue to face significant competition

Competition from life sciences companies, and academic and research institutions is significant. Many competitors have substantially greater resources and may have greater general capabilities in the areas of scientific and product development, legal review, manufacturing, sales and marketing, and financial support than Microbix. While the Company continues to expand its technological, commercial, legal and financial capabilities in order to remain competitive, Microbix' competitors may also be making significant investments in all of these areas, which could make it more difficult for Microbix to commercialize its products and technologies.

FINANCIAL RISK MANAGEMENT

The primary risks affecting the Company are summarized below and have not changed during the fiscal year. The list does not cover all risks, nor is there an assurance that the strategy of management to mitigate the risks is sufficient to eliminate the risk.

Credit risk:

The Company's cash is held in accounts or short-term interest bearing accounts at one of the major Canadian chartered banks. Management perceives the credit risk to be low. Typically the outstanding accounts receivable balance is relatively concentrated with a few large customers representing the majority of the value. As at June 30, 2022, five customers accounted for 55% (June 30, 2021 - five customers accounted for 81%) of the outstanding accounts receivable balance. In addition, for the quarter ended June 30, 2022, five customers accounted for 67% (June 30, 2021 - five customers accounted for 69%) of revenues. The Company has had minimal bad debts over the past several years and accordingly management has recorded an allowance of \$35,000 (September 30, 2021 - \$35,000).

FINANCIAL RISK MANAGEMENT (Continued)

Currency risk:

The Company is exposed to currency risk given its global customer base. 60-70% of its revenue is denominated in either U.S. dollars or Euros. The Company does not use financial instruments to hedge this currency risk. At June 30, 2022, the significant balances, quoted in Canadian dollars, held in foreign currencies are:

	U.S. dollars			Euros		
	June 30	June 30 September 30		June 30	September 30	
	2022	2021		2022	2021	
Cash	\$ 3,923,204	\$ 3,601,394	\$	1,005,284	\$ 135,388	
Accounts receivable Accounts payable	\$ 1,236,103	\$ 836,390	\$	439,697	\$ 727,708	
and accrued liabilities	\$ 79,666	\$ 131,002	\$	15,088	\$ 47,009	

Based upon 2021 results, the impact of a 5% increase in the U.S. dollar against the Canadian dollar would result in an increase in annual U.S. dollar based revenue of approximately \$433,600 Cdn. The impact of a 5% increase in the Euro against the Canadian dollar would result in an increase in annual Euro based revenue of approximately \$222,400. Correspondingly, the impact of a 5% decrease in the U.S. dollar against the Canadian dollar would result in a loss in annual U.S. dollar based revenue of approximately \$433,600 Cdn. The impact of a 5% decrease in the U.S. dollar against the Canadian dollar would result in a loss in annual U.S. dollar based revenue of approximately \$433,600 Cdn. The impact of a 5% decrease in the Euro against the Canadian dollar would result in a loss in annual U.S. dollar based revenue of approximately \$433,600 Cdn. The impact of a 5% decrease in the Euro against the Canadian dollar would result in a loss in annual Euro based revenue of approximately \$433,600 Cdn. The impact of a 5% decrease in the Euro against the Canadian dollar would result in a loss in annual Euro based revenue of approximately \$433,600 Cdn. The impact of a 5% decrease in the Euro against the Canadian dollar would result in a loss in annual Euro-based revenue of approximately \$222,400.

Liquidity risk

Liquidity risk measures the Company's ability to meet its financial obligations when they fall due. To manage this situation, the Company projects and monitors its cash requirements to accommodate changes in liquidity needs. In addition, during fiscal 2017 the Company announced that it has arranged a secured revolving credit facility with The Toronto-Dominion Bank ("TD Bank") and Export Development Canada ("EDC"). The credit facility is being used to fund the Company's need for working capital to grow its existing business. When employed, this facility has helped to satisfy the Company's liquidity needs and to manage the liquidity risk.

Interest rate risk

Financial instruments that potentially subject the Company to interest rate risk include those assets and liabilities with a variable interest rate. Exposure to interest rate risk is primarily on the BDC debt that has a variable rate pegged to the bank rate. The rate can be fixed, if the outlook indicates interest rates will move higher. The only other variable debt the Company has is the \$2,000,000 line of credit that bears interest at the bank's prime lending rate plus 2.0%. As at June 30, 2022 the Company has not drawn on this line of credit. A 1% increase in the bank rate would cost the Company approximately \$20,000 per year for BDC and about \$20,000 on the line of credit usage if it were fully used throughout the fiscal year.

FINANCIAL RISK MANAGEMENT (Continued)

Market risk

Market risk reflects changes in pricing for both Antigens & QAPs and raw materials based on supply and demand criteria; also market forces can affect foreign currency exchange rates as well as interest rates which could affect the Company's financial performance or the value of its financial instruments. Microbix products are valuable components in our customers' products and cannot be easily replaced. The Company works closely with customers to ensure its products meet their specific criteria.

Fair value

The fair value of a financial instrument is approximated by the consideration that would be agreed to in an arm's length transaction between willing parties and through appropriate valuation methods, but considerable judgement is required for the Company to determine the value. The actual amount that could be realized in a current market exchange could be different than the estimated value. The fair values of financial instruments included in current assets and current liabilities approximate their carrying values due to their short-term nature.

The fair value of the long-term debt is based on rates currently available for items with similar terms and maturities. The convertible and non-convertible debenture fair values are not readily determinable as the convertible debentures have been issued to shareholders of the Company. The fair values of financial instruments in other long-term liabilities approximate their carrying values as they are recorded at the net present values of their future cash flows, using an appropriate discount rate.

CRITICAL ACCOUNTING ESTIMATES

The preparation of these consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses. The Company's audited consolidated financial statements are prepared in accordance with IFRS and the reporting currency is Canadian dollars. On an on-going basis, management bases its estimates on historical and other experience and assumptions, which it believes are reasonable in the circumstances. The significant accounting policies that the Company believes are the most critical in fully understanding and evaluating the reported financial results include:

Intangible Assets

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

Impairment of Long-lived Assets

The Company reviews the carrying value of non-financial assets with definite lives for potential impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. The carrying value of non-financial assets with definite lives but are not ready for use, are assessed at least annually for impairment based on the impairment test on cash-generating units (CGUs). The impairment test on CGUs is carried out by comparing the carrying amount of the CGU and its recoverable amount. The recoverable amount of a CGU is the higher of fair value less costs to sell and its value in use. This complex valuation process entails the use of methods such as the discounted cash method which requires numerous assumptions to estimate future cash flows.

The recoverable amount is impacted significantly by the discount rate selected to be used in the discounted cash flow model, as well as the quantum and timing of risk-adjusted future cash flows and the growth rate used for the extrapolation. The impairment loss is calculated as the difference between the fair value of the asset and its carrying value.

Non-Convertible and Convertible Debentures

Management determines the fair value of the debenture using valuation techniques. Those techniques are significantly affected by the estimated assumptions used, including discount rates, expected life and estimates of future cash flows.

Deferred income taxes

Deferred income tax assets and liabilities are recognized for the estimated income tax consequences attributable to differences between financial statement carrying amounts of assets and liabilities and their respective income tax bases. Deferred income tax assets and liabilities are measured using tax rates expected to be in effect when the temporary differences are expected to be recovered or settled. The effects of changes in income tax rates are reflected in future income tax assets and liabilities in the year that the rate changes are substantively enacted.

Share-based payments

The Company applies the fair value method of accounting for stock-based compensation for awards granted to officers, directors, employees and consultants of the Company. The fair value of the award at the time of granting is determined using the Black-Scholes option pricing model, and recognized as a compensation expense on a straight- line basis over the vesting period with an offsetting amount recorded to contributed surplus. The amount of the compensation cost recognized at any date at least equals the value of the portion of the options vested at that date. When stock options are exercised, the consideration paid by employees or directors, together with the related amount in contributed surplus, is credited to capital stock. When an employee leaves the Company, vested options must be exercised within 90 days, or the options expire. Any options that are unvested are reversed in the period that the employee leaves.

FINANCIAL INSTRUMENTS

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

The carrying amounts of cash and cash equivalents, accounts receivable, bank indebtedness, accounts payable and accrued liabilities approximate fair value due to the short-term maturities of these instruments. Based on available market information, the fair value of the obligation under capital lease approximates its carrying value.

The fair value of the long-term debt is based on rates currently available for items with similar terms and maturities. The fair value of the liability for each convertible debenture has been calculated and the residual is accounted for in equity. The Company does not have any off balance sheet financial instruments.

Disclosure Controls

The Chief Executive Officer and the Chief Financial Officer have evaluated the effectiveness of the Company's disclosure controls and procedures, as defined in the National Instrument 52-109 Certification of Disclosure in Issuer's Annual Filings (NI 52-109F1). As at June 30, 2022, management has concluded that the disclosure controls are effective in providing reasonable assurance that information required to be disclosed in the Company's reports is recorded, processed summarized and reported within the time periods specified in the Canadian Securities Administrator's rules and forms.

FINANCIAL INSTRUMENTS (Continued)

Internal Controls Over Financial Reporting

The design of internal controls over financial reporting ("ICFR") within the company is a management responsibility to provide reasonable assurance that the reliability of financial reporting and that the preparation of financial statements for external purposes is in accordance with generally accepted accounting principles of IFRS. While the CEO and CFO believe that the internal controls are adequate to provide the above information, the process to evaluate and document all policies and procedures that could impact financial reporting is continuously reviewed with consultation with the Audit Committee. Shareholders should be aware that Microbix is a small company without the department resources associated with larger firms. Management is using the Committee of Sponsoring Organization of the Treadway Commission ("COSO"). Framework and has concluded that the Internal Control over Financial Reporting ("ICFR") as defined in NI 52-109 is effective as at the period ended June 30, 2022.

Examination by the Chief Executive Officer and the Chief Financial Officer showed that there were no changes to the internal controls over financial reporting during the period ended June 30, 2022 that have materially affected, or are reasonably thought to materially affect, the internal control over financial reporting.

IMPACT OF NEW ACCOUNTING STANDARDS NOT YET ADOPTED

Amendments to IAS 1

In January 2020, the IASB issued Classification of Liabilities as Current or Non-current, which amends IAS 1. The narrow scope amendments affect only the presentation of liabilities in the statement of financial position and not the amount or timing of their recognition. The amendments clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and align the wording in all affected paragraphs to refer to the right to defer settlement by at least twelve months. That classification is unaffected by the likelihood that an entity will exercise its deferral right. The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and are to be applied retrospectively. The Company is still assessing the impact of adopting these amendments on its financial statements.

Amendments to IFRS 9, Financial Instruments ("IFRS 9")

As part of its 2018-2020 annual improvements to IFRS standards process, the IASB issued an amendment to IFRS 9. The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment. The amendment is effective for annual reporting periods beginning on or after January 1, 2022 with earlier adoption permitted. The Company is still assessing the impact of adopting these amendments on its financial statements.

Amendments to IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors ("IAS 8")

In February 2021, the IASB issued Definition of Accounting Estimates, which amends IAS 8. The amendment replaces the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". The amendment provides clarification to help entities to distinguish between accounting policies and accounting estimates. The amendments are effective for annual periods beginning on after January 1, 2023. The Company is still assessing the impact of adopting these amendments on its financial statements.

IMPACT OF NEW ACCOUNTING STANDARDS NOT YET ADOPTED (Continued)

Amendments to IAS 1 and IFRS Practice Statement 2

In February 2021, the IASB issued Disclosure of Accounting Policies, which amends IAS 1 and IFRS Practice Statement 2. The amendments are intended to help preparers in deciding which accounting policies to disclose in their financial statements. The amendment to IAS 1 requires companies to disclose their material accounting policy information rather than its significant accounting policies. The amendment also clarifies that not all accounting policy information that relates to material transactions, other events or conditions is material to the financial statements. The amendment to IFRS Practice Statement 2 adds guidance and examples to the materiality practice statement, which explains how to apply the materiality process to identify material accounting policy information. The amendments are effective for annual periods beginning on or after January 1, 2023 and are to be applied prospectively. The Company is still assessing the impact of adopting these amendments on its financial statements.

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCI	AL PUSITION	Unaudited
As at June 30, 2022 and September 30, 2021		Canadian Fund
	As at	As at
	June 30	September 30
	2022	2021
ASSETS		
CURRENT ASSETS		
Cash	\$ 14,163,191	\$ 9,986,312
Accounts receivable	2,487,024	4,175,116
Inventories (Note 4)	5,298,463	4,407,509
Prepaid expenses and other assets	1,495,562	495,045
Investment tax credit receivable	31,262	30,500
TOTAL CURRENT ASSETS	23,475,502	19,094,482
LONG-TERM ASSETS		
Property, plant and equipment (Note 5)	8,283,915	8,082,749
Intangible assets	1,536,689	1,651,803
TOTAL LONG-TERM ASSETS	9,820,604	9,734,552
TOTAL ASSETS	\$ 33,296,106	\$ 28,829,034
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	\$ 1,519,939	\$ 1,794,923
Current portion of long-term debt (Note 7)	111,120	212,760
Current portion of debentures (Note 6)	-	2,233,758
Current portion of lease liability (Note 5)	170,359	209,821
Deferred revenue (Note 18)	1,192,020	742,932
TOTAL CURRENT LIABILITIES	2,993,438	5,194,194
Debentures (Note 6)	1,594,938	1,508,640
Lease liability (Note 5)	883,440	988,291
Long-term debt (Note 7)	3,079,228	2,581,765
TOTAL LONG-TERM LIABILITIES	5,557,606	5,078,696
FOTAL LIABILITIES	\$ 8,551,044	\$ 10,272,890
SHAREHOLDERS' EQUITY		
Share capital (Note 9)	\$ 49,126,566	\$ 43,609,601
Equity component of	\$ +5,120,500	J +3,003,001
convertible debentures (Note 6)	2,272,567	2,903,789
Contributed surplus	9,753,780	10,703,374
Accumulated deficit	(36,407,851)	(38,660,620)
TOTAL SHAREHOLDERS' EQUITY	\$ 24,745,062	\$ 18,556,144
	\$ 33,296,106	\$ 28,829,034

(Signed) "Martin Marino"	(Signed) "Cameron L. Groome"
Martin Marino	CAMERON L. GROOME
Director	Director

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF	INCO	ME (LOSS) AND	COM	IPREHENSIVE	INCO	ME (LOSS)	Una	udited
For the three months and nine months ended June 30 Can								n Funds
		2022		2021		2022		2021
SALES								
Antigens, QAPs and DxTM	\$	4,915,926	\$	5,374,886	\$	14,435,795	\$12	,749,587
Royalties		95,099		76,948		311,394		213,679
TOTAL SALES (Notes 17, 18)		5,011,025		5,451,834		14,747,189	12	,963,266
COST OF GOODS SOLD								
Antigens, QAPs and DxTM		2,232,114		1,994,465		5,593,392	5	,127,627
Royalties		12,765		11,555		49,494		37,422
TOTAL COST OF GOODS SOLD (Note 4)		2,244,879		2,006,020		5,642,886	5	,165,049
GROSS MARGIN		2,766,146		3,445,814		9,104,303	7	,798,217
EXPENSES								
Selling and business development		435,534		190,995		1,154,581		561,211
General and administrative		1,134,256		1,193,956		3,727,866	3,	295,301
Research and development		387,400		271,503		1,354,758		685,663
Financial expenses (Note 14)		170,454		273,182		614,329		801,581
NET INCOME (LOSS) AND COMPREHENSIVE								
INCOME (LOSS) FOR THE PERIOD	\$	638,502	\$	1,516,178	\$	2,252,769	\$ 2	,454,461
NET INCOME (LOSS) PER SHARE								
Basic (Note 12)	\$	0.005	\$	0.013	\$	0.016	\$	0.022
Diluted (Note 12)	\$	0.004	\$	0.007	\$	0.016	\$	0.022

INTERIM CONDENSED CONSOLIDATED STATEMENTS O	F C/	ASH FLOWS			Unaudited
For the three months and nine months ended June 30				Ca	anadian Funds
		2022	2021	2022	2021
OPERATING ACTIVITIES					
Net Income (Loss) for the Period	\$	638,502	\$ 1,516,178	\$ 2,252,769	\$ 2,454,460
Items not affecting cash					
Amortization and depreciation (Note 17)		263,922	204,985	745,298	595,120
Accretion of debentures (Note 6)		39,842	82,361	169,368	232,130
Stock options expense (Note 11)		187,928	119,859	466,019	249,999
Accretion Interest Expense (Note 14)		38,810	14,414	88,633	34,220
Change in non-cash working capital balances (Note 13)		1,540,541	(2,621,132)	(403,324)	(3,080,814)
CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES	5	2,709,545	(683,335)	3,318,763	485,115
INVESTING ACTIVITIES					
Purchase of property, plant and equipment (Note 5)		(264,660)	(206,516)	(818,315)	(1,114,277
Proceeds from Government Grant (Note 8)		-	59,417	-	625,442
Additions from internal development					
of intangible assets		-	-	-	(59,703
CASH USED IN INVESTING ACTIVITIES		(264,660)	(147,099)	(818,315)	(548,538
FINANCING ACTIVITIES					
Repayments of long-term debt (Note 7)		(27,780)	(53,190)	(362,850)	(182,040
Proceeds from Government Loan and Grant (Note 7) Repayments of convertible and		-	55,215	1,072,102	487,937
non-convertible debentures (Note 6)		(500,000)	(30,826)	(1,816,821)	(88,473
Payment of lease liabilities		(59,922)	(42,819)	(186,130)	(130,552
Issue of common shares, net of issue costs		-	6,137,939	-	6,137,939
Proceeds from exercise of warrants and options (Notes 10	, 11)) 105,000	725,462	2,970,130	1,252,457
CASH PROVIDED BY FINANCING ACTIVITIES		(482,702)	6,791,781	1,676,431	7,477,268
NET CHANGE IN CASH - DURING THE PERIOD		1,962,183	5,961,347	4,176,879	7,413,845
CASH - BEGINNING OF PERIOD		12,201,008	1,545,159	9,986,312	92,661
CASH - END OF PERIOD	\$:	14,163,191	\$ 7,506,506	\$14,163,191	\$ 7,506,506

INTERIM CONDENSED CONSO			HANGES IN SH	IAREHOLDERS	-	Unaudited
For the periods ended June 30	-					anadian Funds
	SHARE CAP NUMBER OF SHARES	ITAL (Note 9) Stated Capital	Contributed Surplus	DEFICIT	EQUITY COMPONENT OF DEBENTURES	Total Shareholders' Equity
BALANCE, SEPTEMBER 30, 2020	108,772,705	\$ 35,357,144	\$ 10,252,554	\$ (41,894,010) \$2,903,789	\$ 6,619,477
Share-based compensation expense	-	-	249,999	-	_	249,999
Share Issuance pursuant to Exercise of Warrents	3,628,562	1,685,150	(432,693)	-	-	1,252,457
Issuance of Warrants pursuant to Public Offering and Private Placement	: _	-	1,096,585	-	-	1,096,585
Share Issuance pursuant to Public Offering and Private Placement	11,500,000	5,803,415	-	-	-	5,803,415
Share Issue Costs pursuant to Public Offering and Private Placement	_	(630,042)	(132,019)	-	-	(762,061)
Net income and comprehensiv income for the year	/e _	-	-	2,454,461	-	2,454,461
BALANCE, JUNE 30, 2021	123,901,267	\$42,215,667	\$11,034,426	\$(39,439,549)	\$ 2,903,789	\$16,714,333
Share-based compensation expense	-	-	127,829	-	-	127,829
Share Issuance pursuant to Exercise of Warrants	2,475,900	1,400,305	(458,881)	-	-	941,424
Share Issue Costs pursuant to Public Offering and Private Placement	-	(6,371)	-	-	-	(6,371)
Net income and comprehensiv income for the year	/e _	-	-	778,929	-	778,929
BALANCE, SEPTEMBER 30, 2021	126,377,167	\$43,609,601	\$10,703,374	\$(38,660,620)	\$2,903,789	\$18,556,144
Stock option expense	-	-	466,019	-	-	466,019
Share Issuance pursuant to Exercise of Warrants Exercise of Options	7,030,294 1,710,000	3,604,673 781,070	(1,096,343) (319,270)	-	-	2,508,330 461,800
Conversion of Debenture	2,173,913	1,131,222	-	-	(631,222)	500,000
Net income and comprehensivincome for the period	/e	_	_	2,252,769	_	2,252,769
income for the period						

1. NATURE OF THE BUSINESS

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

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

2. BASIS OF PREPARATION

These interim condensed consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and are presented in Canadian dollars. The accounting policies used in the preparation of these interim condensed consolidated financial statements conform with those in the Company's audited annual consolidated financial statements for the year ended September 30, 2021, except as set out in note 3. These interim consolidated financial statements do not include all of the information and disclosures required in annual financial statements and, accordingly, should be read in conjunction with the Company's annual consolidated financial statements for the year ended September 30, 2021.

The Board of Directors approved these interim condensed consolidated financial statements on August 10, 2022.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of estimates and judgments

The timely preparation of the interim condensed consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingencies, if any, as at the date of the financial statements and the reported amounts of revenue and expenses during the period. By their nature, estimates are subject to measurement uncertainty and changes in such estimates in future years could require a material change in the interim condensed consolidated financial statements.

Cash and Cash Equivalents

Cash consists of cash on hand and deposits with banks and investments in highly liquid instruments with original maturities of three months or less. During the quarter short term investments in GICs were made and the cash equivalent balance at the end of the quarter was \$9,595,262 (\$2,000,000 USD and \$7,005,731 Cdn.).

Global pandemic

In early 2020, a novel Coronavirus (named "SARS-CoV-2" and causing the disease "COVID-19") was confirmed in multiple countries throughout the world and on March 11, 2020, the World Health Organization declared a global pandemic. As a result of the continued and uncertain economic and business impact of the COVID-19 pandemic, the Company has reviewed the estimates, judgments and assumptions used in the preparation of its financial statements, including with respect to the determination of whether indicators of impairment exist for its tangible and intangible assets and the credit risk of its counterparties.

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

Any of these developments, and others, have had a material adverse effect on the Company's business, financial condition, operations and results of operations. In addition, because of the severity and global nature of the COVID-19 pandemic and its related health, economic, political, and social consequences, it is possible that estimates in the

NOTES TO THE UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Canadian Funds As at and for the three months and nine months ended June 30, 2022 and 2021

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Global pandemic (Continued)

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

Accounting standards and amendments issued but not yet adopted

Amendments to IAS 1, Presentation of Financial Statements ("IAS 1")

In January 2020, IASB issued Classification of Liabilities as Current or Non-current, which amends IAS 1. The narrow scope amendments affect only the presentation of liabilities in the statement of financial position and not the amount or timing of its recognition. The amendments clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and align the wording in all affected paragraphs to refer to the right to defer settlement by at least twelve months. That classification is unaffected by the likelihood that an entity will exercise its deferral right. The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and are to be applied retrospectively. The Company is still assessing the impact of adopting these amendments on its financial statements.

Amendments to IFRS 9, Financial Instruments ("IFRS 9")

As part of its 2018-2020 annual improvements to IFRS standards process, the IASB issued an amendment to IFRS 9. The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment. The amendment is effective for annual reporting periods beginning on or after January 1, 2022 with earlier adoption permitted. The Company is still assessing the impact of adopting these amendments on its financial statements.

Amendments to IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors ("IAS 8")

In February 2021, the IASB issued Definition of Accounting Estimates, which amends IAS 8. The amendment replaces the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". The amendment provides clarification to help entities to distinguish between accounting policies and accounting estimates. The amendments are effective for annual periods beginning on or after 1 January 2023. The Company is still assessing the impact of adopting these amendments on its financial statements.

Amendments to IAS 1 and IFRS Practice Statement 2

In February 2021, the IASB issued Disclosure of Accounting Policies, which amends IAS 1 and IFRS Practice Statement 2. The amendments are intended to help preparers in deciding which accounting policies to disclose in their financial statements. The amendment to IAS 1 requires companies to disclose their material accounting policy information rather than its significant accounting policies. The amendment also clarifies that not all accounting policy information that relates to material transactions, other events or conditions is material to the financial statements. The amendment to IFRS Practice Statement 2 adds guidance and examples to the materiality practice statement, which explains how to apply the materiality process to identify material accounting policy information. The amendments are effective for annual periods beginning on or after January 1, 2023 and are to be applied prospectively. The Company is still assessing the impact of adopting these amendments on its financial statements.

4. INVENTORIES

Inventories consist of the following:

	Ju	ne 30, 2022	September 30, 2021		
Raw materials	\$	1,298,516	\$	1,092,359	
Work in process		2,076,936		1,677,437	
Finished goods		1,923,011		1,637,713	
	\$	5,298,463	\$	4,407,509	

During the three months ended June 30, 2022, inventories in the amount of \$2,232,114 (June 30, 2021 - \$1,994,465) were recognized as an expense through cost of goods sold. The allowance for inventory impairment as at June 30, 2022 was \$345,879 (September 30, 2021 - \$383,110).

5. PROPERTY, PLANT, AND EQUIPMENT AND LEASES

The freehold land and buildings have been pledged as security for bank loans under a mortgage (see Note 7). Property, plant and equipment consists of:

	Building and	Research and	Other			
	Leasehold	Development	Equipment	Right of Use	Land	Total
			and Fixtures	0	Lanu	Total
	Improvements	Equipment		Assels		
COST						
Balance, as at September 30, 2021	\$ 5,281,143	\$ 558,438	\$ 6,338,223	\$ 1,683,980	\$ 800,000	\$ 14,661,784
Additions	239,901	41,820	536,594	13,034	-	831,349
Balance, as at June 30, 2022	5,521,044	600,258	6,874,818	1,697,014	800,000	15,493,133
ACCUMULATED DEPRECIATION						
Balance, as at September 30, 2021	1,948,682	459,293	3,832,037	339,023	-	6,579,035
Depreciation	200,157	10,083	285,559	134,385	-	630,183
Balance, as at June 30, 2022	2,148,839	469,376	4,117,596	473,408	-	7,209,218
NET BOOK VALUE						
Balance, September 30, 2021	\$ 3,332,461	\$ 99,145	\$ 2,506,187	\$ 1,344,957	\$ 800,000	\$ 8,082,749
Balance, as at June 30, 2022	\$ 3,372,205	\$ 130,882	\$ 2,757,222	\$ 1,223,606	\$ 800,000	\$ 8,283,91

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

	Right-of-Use Assets					
		Property	E	Equipment	Lea	ase Liabilities
Balance, September 30, 2021	\$	1,081,900	\$	263,057	\$	1,198,112
Additions		13,034		-		-
Depreciation Expense		(114,050)		(20,335)		-
Interest Accretion		-		-		28,784
Payments		-		-		(173,097)
Balance, June 30, 2022	\$	980,884	\$	242,722	\$	1,053,799

NOTES TO THE UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Canadian Funds As at and for the three months and nine months ended June 30, 2022 and 2021

5. PROPERTY, PLANT, AND EQUIPMENT AND LEASES (Continued)

Lease liabilities for leases that were entered during the three months ended June 30, 2022 were discounted using an incremental borrowing rate of 3.5% (September 30, 2021 – 3.5%).

Lease obligations as at June 30, 2022 are:

	Amount
2022	\$ 62,011
2023	190,017
2024	180,574
2025	151,322
2026	96,363
2027 and thereafter	537,729
Total	\$ 1,218,017

6. DEBENTURES

The Company has convertible and non-convertible debentures issued and outstanding as at June 30, 2022. The carrying values of the debt component of these debentures are as follows:

		onvertible entures	Total non-convertib debentures		Convertible debent	ures	Total convertible debentures
	(a)	(b)		(c)	(d)	(e)	
Date of issue	Jan, 2014	Apr, 2017		Oct, 2016	Oct, 2016	Oct, 2016	
Face value	\$2,000,000	\$ 500,000	\$ 2,500,000	\$ 1,500,000	\$ 500,000	\$ 2,500,000	\$ 4,500,000
Liability component at							
the date of issue	928,373	268,955	-	461,550	223,050	780,750	-
Balance, September 30, 2021	1,316,821	453,033	1,769,854	554,378	463,904	954,262	1,972,544
Accretion	-	46,967	46,967	30,172	36,096	56,126	122,394
Repayments/Conversion	(1,316,821)	(500,000)	(1,816,821)		(500,000)	-	(500,000)
Balance, June 30, 2022		-	-	584,550	-	1,010,388	1,594,938
Less: current portion							
Non-current portion	-	-	-	584,550	-	1,010,388	1,594,938
Balance, June 30, 2022	- \$ -	\$ -	\$ -	\$ 584,550	-	\$ 1,010,388	\$ 1,594,938
Equity component at June 30, 2022	-	-	-	574,435	-	1,698,132	2,272,567
Conversion price per common share	\$ -	\$ -		\$ 0.23	\$ 0.23	\$ 0.23	
per common share	Ş -	Ş -		\$ 0.25	Ş 0.25	Ş 0.25	
Effective interest rate charged	25.69%	30.20%		31.07%	30.20%	30.85%	
Payment frequency	Quarterly	Quarterly		Quarterly	Quarterly	Quarterly	
Maturity of financial instrument	Jan, 2029	Apr, 2022		Jan, 2029	Feb, 2022	Sep, 2028	
Stated interest rate	9%	12%		9%	9%	9%	
Terms of repayment	Principal	Interest		Interest	Interest	Interest	
	and interest	only		only	only	only	
Blended quarterly repayment	\$ 61,071	N/A		N/A	N/A	N/A	

6. DEBENTURES (Continued)

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

The convertible debentures are convertible at the option of the holder, at any time, into fully paid and non-assessable common shares of the Company at the conversion price then in effect.

All of the debentures were issued to shareholders of the Company. Over the term of the convertible debentures, the debt components are being accreted to the face value of the debentures by the recording of additional interest expense using the effective interest rate, as detailed above. During Q4 fiscal 2021, the Company recorded additional non-cash interest accretion of \$517,651 associated with the revised estimate of the planned timing of repaying of the debenture denoted as (a) above.

During this fiscal year, the Company made an early repayment of a 9% interest debenture (denoted as (a) above), repaying in full. A payment of \$1,331,758, including accrued interest, was made on October 1, 2021. In addition, on February 15, 2022 the debenture denoted as (d) above was converted into 2,173,913 common shares. During Q3 of fiscal 2022, the debenture denoted as (b) was fully repaid at maturity at the end of April 2022.

7. LONG-TERM DEBT, BANK INDEBTEDNESS AND OTHER DEBT

Term Loans with the Business					
Development Bank ("BDC")	(a)	(b)	(c)	(d)	Total
Effective date of loan	Jun, 2008	Oct, 2015	Nov, 2015	Jul, 2018	
Initial Loan Amount	\$ 3,000,000	\$ 200,000	\$ 250,000	\$ 323,906	\$ 4,438,906
Balance, September 30, 2020	1,935,340	9,990	12,480	381,150	2,338,960
Proceeds from laon	-	-	-	-	-
Loan repayments during the period	(111,120)	(9,990)	(12,480)	(101,640)	(235,230)
Balance, September 30, 2021	\$ 1,824,220	-	-	\$ 279,510	\$2,103,730
Proceeds from loan	-	-	-	-	-
Loan repayments during the period	(83,340)	-	-	(279,510)	(362,850)
Balance, June 30, 2022	\$ 1,740,880	-	-	-	\$ 1,740,880
Current Portion	\$ 111,120	-	-	-	\$ 111,120
Non-current portion	1,629,760	-	-	-	1,629,760
Payment frequency	Monthly	Monthly	Monthly	Monthly	
Maturity of loan	Feb, 2038	Dec, 2020	Dec, 2020	Jun, 2024	
Terms of repayment	"Principal	"Principal	"Principal	"Principal	
	and interest"	and interest"	and interest"	and interest"	

a) The Company has term loans with the Business Development Bank ("BDC") for a variety of purposes. The following summarizes these loans as at June 30, 2022:

Notes: (a) Loan for the purchase of manufacturing facility and building improvements.

(b) Loan for the purchase of manufacturing equipment

(c) Working Capital loan

(d) Loan for the purchase of manufacturing equipment, repaid early in full in December 2021

NOTES TO THE UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Canadian Funds As at and for the three months and nine months ended June 30, 2022 and 2021

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

The remaining BDC loan has a floating interest rate based on BDC's floating base rate less 1.0%. At June 30, 2022, the rate was 5.8% (2021 – 5.05%). The loan is secured with the building and equipment. On December 3, 2021 the Company prepaid in full the outstanding balance including accrued interest for loan (d) above, totalling \$266,094.

As at June 30, 2022, the commitments for the next five fiscal years and thereafter for the BDC loan is as follows:

	Amou
2022	\$ 27,78
2023	111,12
2024	111,12
2025	111,12
2026	111,12
2027 and thereafter	\$ 1,268,62

b) The Company has a \$2,000,000 line of credit with its Chartered Bank that is available for use. This line of credit bears interest at prime plus 2% (4.70% on June 30, 2022). As at June 30, 2022 the Company had no funds drawn on the facility (June 30, 2021- nil). The Company's usage of this facility varies across its manufacturing, sales and Accounts Receivable collection cycles.

c) On July 29, 2019, the Company signed an agreement with Federal Economic Development Agency for Southern Ontario to provide a repayable government contribution where the Federal Development Agency has agreed to contribute funding for 30% of the Business Scale-up and Productivity Project expenditures made by the Company, up to \$2,752,500 over the next four years. The Company is required to submit eligible expenses on a quarterly basis to receive the interest-free contributions. Repayment of the contribution does not begin until December 15, 2024. As at June 30, 2022, the Company has received contributions totalling \$2,158,603 (June 30, 2021 – \$943,928). The Company determined that the "Loan" consists of two components: an obligation to repay; and a government grant in the form of exemption from interest. The Company fair valued the obligation to repay at \$1,352,426 (June 30, 2021 – \$555,679), based on a discount rate of 8%, which represents management's best estimate of fair value. The residual amount of \$806,178 (June 30, 2021 – \$388,249) is allocated to the associated government grant and recognized as income over the period in which the related costs they are intended to compensate are recognized. As at June 30, 2022, the carrying value of the Loan is \$1,449,466 (June 30, 2021 – \$588,225) and \$365,725 is recognized as a deferred grant within deferred revenue on the statement of financial position (June 30, 2021 – \$212,609).

The Company is in compliance with the covenants associated with this loan as at June 30, 2022.

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

Fiscal Years	Amount
2025	\$ 359,767
2026	431,720
2027	431,720
2028	431,720
2029	431,720
2030	71,954

8. GOVERNMENT GRANT

On October 13, 2020, the Company announced a grant agreement with the Ontario Together Fund ("OTF") of the Ministry of Economic Development, Job Creation and Trade (the "Grant"). The Grant of \$1,445,000 will cover 50% of the cost to automate production of the Company's quality assessment products (QAPs[™]) that help ensure the accuracy of infectious disease diagnostic testing, and enable local, secure, and cost-effective automated production of the quantities of viral transport medium (generically "VTM" and branded "DxTM[™]") needed for Ontario's lab-based testing for COVID-19 disease or other tests of concern to public health or safety.

An initial Grant disbursement, upon execution of the agreement, in the amount of \$867,000, was received on October 13, 2020. The remaining \$578,000 of the grant was paid upon project completion following a review of Eligible Project Expenditures incurred during the project, up to February 28, 2022. During the year ended September 30, 2021 the Company recognized \$717,587 of grant income. The company also recorded a \$680,202 reduction in capital asset costs. The excess claims of \$578,000 for the remainder of the grant have been previously recognized in accounts receivable. During Q3 of fiscal 2022, a final review of the project was completed and the contractual \$578,000 holdback was received by Microbix during April 2022.

9. SHARE CAPITAL

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

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

On May 19, 2021, the Company completed a public offering and concurrent private placement offering of an aggregate of 11,500,000 units for total gross proceeds of \$6,900,000, for net proceeds of \$6,131,568 after share issuance costs of \$768,432. \$5,167,002 has been allocated to stated capital and \$964,566 has been allocated to warrants. Each unit consisted of one common share of Microbix and one-half of one common share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share at an exercise price of \$0.80 for two years. The financing was a bought deal, with co-lead underwriters of the Offering (iA Private Wealth Inc. and Bloom Burton Securities Inc.). Cash commissions of \$402,500 were paid and an aggregate of 670,833 Broker's Warrants were issued in the public offering. Each Broker's Warrant entitles the holder to purchase one unit at a price of \$0.60 for a period of two years. Fair value of the broker warrants was determined to be \$157,762 using the Black-Scholes option pricing model. The volatility of the stock for the Black-Scholes options pricing model was based on 2-year historic volatility of the Company's stock price (77%) and the risk free rate of interest of .32% is based upon the Government of Canada benchmark bond yields at the date of the award of the Broker's warrants. Management believes that the historic stock volatility provides a fair and appropriate basis of estimate for the expected future volatility of the stock. All securities issued under the concurrent private placement were subject to a hold period, which expired four months and one day from the date of closing.

NOTES TO THE UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Canadian Funds As at and for the three months and nine months ended June 30, 2022 and 2021

9. SHARE CAPITAL (Continued)

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

	Number of Shares	Stated Capital
Balance, as at September 30, 2021	126,377,167	\$ 43,609,601
Exercise of Warrants Exercise of stock options Conversion of Debenture	7,030,294 1,710,000 2,173,913	3,604,673 781,070 1,131,222
Balance, as at June 30, 2022	137,291,374	\$ 49,126,566

10. COMMON SHARE PURCHASE WARRANTS

A continuity of the Company's warrants outstanding are presented in the following table:

		Weighted average exercise
	Units	price
Balance, September 30, 2021	23,519,373	\$ 0.47
Exercised	(7,030,293)	0.36
Cancelled/Expired	(465,683)	0.48
Balance, June 30, 2022	16,023,397	\$ 0.52

A summary of the Company's warrants outstanding are presented in the following table:

		June 30, 20	22	Sept	tember 30, 2	2021
			Weighted			Weighted
		Weighteo	d average		Weighted	average
		average	remaining		average	remaining
	Number	exercise	contractual	Number	exercise	contractual
	outstanding	price	life	outstanding	price	life
			years			years
Range of exercise prices:						
\$0.60 to \$0.80	6,420,833	\$ 0.78	0.88	7,621,333	\$ 0.74	1.38
\$0.23 to \$0.46	9,602,564	0.36	2.47	15,898,040	0.34	2.39
	16,023,397	\$ 0.52	1.83	23,519,373	\$ 0.47	2.07

On September 28, 2020, the Company extended the term of an aggregate of 7,413,052 common share purchase warrants ("Warrants") by one year, which were issued in connection with Microbix's October, 2015 and October, 2017 private placement financings. The extended Warrants entitled holders to purchase common shares of Microbix at prices from \$0.36 to \$0.55 until October, 2021. All other Warrant terms remained unchanged.

11. STOCK OPTION PLAN

Under the Company's stock option plan, the Company may grant options to purchase common shares up to a maximum of 10% of the Company's issued and outstanding common shares. Under the plan as at June 30, 2022, the Company has a total of 11,374,000 options (September 30, 2021 – 10,154,000) issued and is eligible to issue up to a total of 13,729,137 options.

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

The activity under the Company's stock option plan for nine months ended June 30, 2022 is as follows:

		Weighted a	verage
	Units	exercise p	
Balance, September 30, 2021	10,154,000	\$	0.34
Options Exercised	(1,710,000)	\$	0.27
Stock options issued	2,930,000	\$	0.60
Balance, June 30, 2022	11,374,000	\$	0.41
Exercisable, June 30, 2022	3,730,000	\$	0.25

The exercise price of each option equals the closing market price of the Company's capital stock on the day preceding the grant date. The following table reflects the number of options, their weighted average price and the weighted average remaining contract life for the options grouped by price range as of June 30, 2022 and September 30, 2021:

	June 30, 2022				Sep	tember 30, 2	2021
				Weighted			Weighted
		We	eighted	average		Weighted	average
		a١	/erage	remaining		average	remaining
	Number	ex	ercise	contractual	Number	exercise	contractual
	outstanding		price	life	outstanding	price	life
				years			years
Range of exercise prices:							
\$0.46 to \$0.73	5,444,000	\$	0.61	4.20	2,514,000	\$ 0.61	4.41
\$0.215 to \$0.28	5,930,000	\$	0.24	1.64	7,640,000	\$ 0.25	2.09
	11,374,000	\$	0.41	2.86	10,154,000	\$ 0.34	2.66

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

Option Grant Dates	May 2022
Share price on issue date	\$ 0.57
Dividend yield	0%
Volatility	67%
Risk-free interest rate	0.1%
Expected option life (years)	5
Weighted average fair value of each option (\$ / option)	\$ 0.31

11. STOCK OPTION PLAN (Continued)

Stock options are assumed to be exercised at the end of the option's life, as management believes the probability of an early exercise is remote. During the year, the fair value of the options vested in the year were expensed and credited to contributed surplus. During the quarter, the Company recorded share-based compensation expense of \$187,928 (2021 - \$119,859) and \$466,019 for the nine months (2021 - \$249,999).

12. INCOME (LOSS) PER SHARE

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

	for the three months ended			e months ended une 30	
	June 30 2022 2021		2022	2021	
Net income (loss) for the period for basic earnings per share	\$ 638,50	2 \$ 1,516,178	\$ 2,252,769	\$ 2,454,461	
Net income (loss) for the period for diluted earnings per share	638,50		2,369,421	2,664,909	
Weighted average common shares outstanding Dilutive Effect Dilutive weighted average common	137,103,87 6,382,42		134,170,883 25,316,797	112,006,715 9,341,510	
shares outstanding	143,486,29	9 148,676,846	159,487,680	121,348,226	
Net income (loss) per share:					
Basic	\$0.00	5 \$0.013	\$0.017	\$0.022	
Diluted	\$0.004	\$0.011	\$0.015	\$0.022	

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

	for the three r	months ended	for the nine months en		
	2022	2021	2022	2021	
Pursuant to warrants	6,420,833	6,420,833	5,750,000	7,888,333	
Under stock options	5,344,000	2,239,000	50,000	2,239,000	
Pursuant to convertible debentures	17,391,304	-	-	8,695,652	
	29,156,138	8,659,833	5,800,000	18,822,985	

13. CHANGES IN NON-CASH WORKING CAPITAL

	Three months ended June 30, 2022	Three months ended June 30, 2021	Nine months ended June 30, 2022	Nine months ended June 30, 2021
Accounts receivable	\$ 2,060,759	\$ (2,066,503)	\$ 1,688,092	\$(2,303,455)
Inventory	43,957	91,542	(890,954)	(530,200)
Prepaid expenses and other assets	(491,211)	(29,260)	(1,001,279)	(64,917)
Deferred Revenue	(83,797)	(118,913)	311,519	(338,784)
Accounts payable and accrued liabilities	10,833	(497,998)	(510,702)	156,541
	\$ 1,540,541	\$ (2,621,132)	\$ (403,324)	\$(3,080,815)

14. FINANCIAL EXPENSES

	ree months ended ne 30, 2022	 ee months ended le 30, 2021	 ne months ended ne 30, 2022	 ne months ended ne 30, 2021
Cash interest:				
Interest on long-term debt	\$ 19,039	\$ 27,862	\$ 68,413	\$ 84,916
Interest on debentures	94,993	146,494	306,269	443,489
Interest Income	(23,783)	-	(23,783)	-
Interest other	1,553	2,051	5,429	6,826
Non-cash interest:				
Accretion on debentures	39,842	82,361	169,368	232,130
Accretion interest expense	38,810	14,414	88,633	34,220
Financial expenses	\$ 170,454	\$ 273,182	\$ 614,329	\$ 801,581

15. CAPITAL MANAGEMENT

The Company's capital management objective is to safeguard its ability to function as a going concern to maintain and grow its operations and to fund its development activities. Microbix defines its capital to include any drawn portion of the revolving line of credit, shareholders' equity, long-term debt, and debentures. The capital at June 30, 2022 was \$29,530,348 (September 30, 2021 - \$25,093,066).

To date, the Company has used cash provided by operating activities, common equity issues, debentures, bank mortgage and other financing to fund its activities. The equity is provided through net earnings, public offerings or private placements, the debentures are all controlled by private individuals known to the Company and the mortgage and other financing are with the Business Development Bank (BDC), FedDev and TD Bank. If possible, the Company tries to optimize its liquidity needs by non-dilutive sources, including cash provided by operating activities, investment tax credits, grants and interest income. The Company has a revolving line of credit of \$2,000,000 with its Canadian chartered bank, Note 7.

The Company's general policy is to not pay dividends and retain cash to keep funds available to finance the Company's growth. Similarly, the Board of Directors may, from time to time, choose to declare a dividend in assets if warranted by circumstances. Similarly, the Board of Directors may, from time to time, choose to initiate the repayment of debt or a buy-back of issued common shares via a normal-course issuer bid. There was no change during the year in how the Company defines its capital or how it manages its capital.

16. FINANCIAL INSTRUMENTS

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

For the quarter ended June 30, 2022 and year ended September 30, 2021, the Company has carried at fair value financial instruments in Level 1. At June 30, 2022, the Company's only financial instrument measured at fair value is cash, which is considered to be a Level 1 instrument. There were no transfers between levels during the year.

The three levels are defined as follows:

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

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

		Quoted prices	Significant	Significant
	Date of	in active	observable	unobservable
	valuation	markets	inputs	inputs
		(Level 1)	(Level 2)	(Level 3)
Assets measured at fair value:				i
Cash and Cash Equivalents	30-Jun-22	\$ 14,163,191	-	-
Liabilities for which fair values are discl	osed:			
Non-convertible debentures	30-Jun-22	-	-	-
Convertible debentures	30-Jun-22	-	1,564,938	-
Long-term-debt and other debt	30-Jun-22	-	3,190,348	-
		Quoted prices	Significant	Significant
	Date of	in active	observable	unobservable
	valuation	markets	inputs	inputs
		(Level 1)	(Level 2)	(Level 3)
Assets measured at fair value:				
Cash	30-Sep-21	\$ 9,986,312	-	-
Liabilities for which fair values are discl	osed:			
Non-convertible debentures	30-Sep-21	-	1,769,854	-
Convertible debentures	30-Sep-21	-	1,972,544	-
Long-term-debt and other debt	30-Sep-21	-	2,794,525	-

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

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

16. FINANCIAL INSTRUMENTS (Continued)

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

17. SEGMENTED INFORMATION

The Company operates in two ways: (i) the development, manufacturing and sales of products relating to the medical diagnostics industry, namely antigens as test ingredients, quality assessment products to help ensure the accuracy of test workflows and viral transport medium to enable collection of patient test samples and, (ii) the development and commercialization of novel and proprietary products or technologies such as Kinlytic. The following is an analysis of the Company's revenues and profits from continuing operations for the three and nine months ended June 30, segmented between categories (i) and (ii) (including Kinlytic):

	For the t	hree months	For the nine months		
Segment Revenue	2022	2021	2022	2021	
Antigens, QAPs and DxTM	\$ 5,011,025	\$ 5,451,834	\$14,742,766	\$12,963,266	
Other (Includes Kinlytic ®)	-	-	4,423	-	
Total for continuing operations	\$ 5,011,025	\$ 5,451,834	\$14,747,189	\$ 12,963,266	

Segment revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the current period (2021 - \$nil).

	For the three months		For the nine months		
Operating Income (Loss)	2022	2021	2022	2021	
Antigens, QAPs and DxTM	\$ 646,179	\$ 1,526,908	\$ 2,287,823	\$ 2,473,522	
Other (Includes Kinlytic®)	(7,677)	(10,730)	(35,054)	(19,061)	
Total for continuing operations	\$ 638,502	\$ 1,516,178	\$ 2,252,769	\$ 2,454,461	

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

17. SEGMENTED INFORMATION (Continued)

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

	Segr	Segment assets		
	June 30	September 30	June 30	September 30
	2022	2021	2022	2021
Antigens, QAPs and DxTM Other (Includes Kinlytic ®)	\$ 33,296,106 -	\$ 28,829,034 -	\$ 8,551,044 -	\$ 10,272,890 -
	\$ 33,296,106	\$ 28,829,034	\$ 8,551,044	\$10,272,890

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

Segmented depreciation and amortization and additions to non-current assets as at June 30 are as follows:

	Depreciation and amortization			Additions to non-current assets	
	2022	2021	2022	2021	
Antigens, QAPs and DxTM Other (Includes Kinlytic ®)	\$ 263,922 -	\$ 204,985 -	\$ 264,660 -	\$ 147,098 -	
	\$ 263,922	\$ 204,985	\$ 264,660	\$ 147,098	

18. REVENUES AND GEOGRAPHIC INFORMATION

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

	For the three months		For the r	nine months
Revenues	2022	2021	2022	2021
North America	\$ 3,492,693	\$ 3,838,859	\$10,945,757	\$ 7,839,154
Europe	1,514,039	1,610,106	3,787,137	5,116,927
Other foreign countries (directly)	4,293	2,869	14,296	7,185
Total for continuing operations	\$ 5,011,025	\$ 5,451,834	\$14,747,189	\$ 12,963,266

Information about its non-current assets by location of assets are detailed below.

	Non-current assets			
	June 30, 2022	September 30, 2021		
North America	\$ 9,820,604	\$ 9,734,552		
Europe	-	-		
Other foreign countries (directly)		-		
	\$ 9,820,604	\$ 9,734,552		

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

as at September 30, 2021	\$ 742,932
Cash payments or advance payments on performance obligations Revenue recognized during the quarter	1,589,314 (1,277,793)
Deferred government grant and loan (see note 7)	137,568
as at June 30, 2022	\$ 1,192,020

NOTES TO THE UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Canadian Funds As at and for the three months and nine months ended June 30, 2022 and 2021

19. RELATED PARTY TRANSACTIONS

Key Management Compensation

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

	Three months	Three months	Nine months	Nine months
	ended	ended	ended	ended
	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021
Short-term wages, bonuses and benefits	\$ 267,864	\$ 344,809	\$ 932,710	\$ 1,014,785
Share based payments	88,080	60,032	219,300	123,030
Total key management compensation	\$ 355,943	\$ 404,841	\$ 1,152,009	\$ 1,137,815

20. COMMITMENTS AND CONTINGENCIES

Payments on convertible and non-convertible debentures (Note 6)

	Ar	nount
2022	\$ 9	90,000
2023	36	50,000
2024	36	50,000
2025	36	50,000
2026	36	50,000
2027 and thereafter	4,75	59,497
	\$ 6,28	39,497

Contingencies

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

21. INCOME TAXES

The Company has unclaimed research and development expenses and accumulated losses for income tax purposes for which no benefit is recorded in the financial statements. For the three and nine months ended June 30, 2022, the Company has utilized these losses to reduce income tax expense to nil during the period.

22. COMPARATIVE CONSOLIDATED FINANCIAL STATEMENTS

The comparative consolidated financial statements have been reclassified from statements previously presented to conform to the presentation of the 2021 consolidated financial statements.

DIRECTORS

Peter M. Blecher Ontario, Canada Medical Director Centres for Pain Management

Mark A. Cochran⁽²⁾ Virginia, USA Managing Director Johns Hopkins Medicine

Vaughn C. Embro-Pantalony^{(1) (2)} Ontario, Canada Pharmaceutical Executive

Cameron Groome⁽²⁾ Ontario, Canada Chief Executive Officer and President Microbix Biosystems Inc.

Martin A. Marino⁽¹⁾⁽²⁾ Ontario, Canada Pharmaceutical Executive

Joseph D. Renner^{(1) (2)} New Jersey, USA Pharmaceutical Executive

Jennifer A. Stewart ⁽²⁾ Ontario, Canada Chief Executive Officer Syntax Strategic

⁽¹⁾Member of Audit Committee. ⁽²⁾Member of the Human Resources, Compensation and Governance Committee.

SENIOR MANAGEMENT

Cameron L. Groome Chief Executive Officer and President

James S. Currie Chief Financial Officer

Kenneth Hughes Chief Operating Officer

Dr. Mark Luscher Senior Vice-President, Scientific Affairs

Phillip Casselli Senior Vice-President, Sales & Business Development

Christopher B. Lobb General Counsel & Secretary

CORPORATE INFORMATION

Corporate Counsel Boyle & Co. LLP

Auditors Ernst Young LLP Chartered Accountants

TSX Trust Company

Bankers

Transfer Agent

Head Office

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