

The image features a light green background with several large, sweeping blue curved shapes that create a sense of motion and global connectivity. The text is centered in the upper half of the page.

**CPT** *Global Limited*

*Annual Report 2001*

## Directors

**Gerard (Gerry) Tuddenham**  
(Executive Chairman)

**Peter Corrigan**  
(Managing Director)

**Christina (Chris) Gillies**  
(Non-executive Director)

**Glenn Fielding**  
(Non-executive Director)

**Peter Wright**  
(Executive Director)

Company Secretary and Chief Financial Officer

**Michael Tanner**

## Principal Registered Office

Level 1, 4 Riverside Quay  
Southbank Vic 3006  
Telephone + 61 3 9690 3911  
Facsimile + 61 3 9690 3206  
Internet: [www.CPTglobal.com](http://www.CPTglobal.com)

## 2001 Annual General Meeting

The Annual General Meeting of  
CPT Global Limited members  
will be held on Wednesday the 3rd October 2001  
at 10am at Level 1, 4 Riverside Quay  
Southbank Vic 3006

## Auditors

**Moore Stephens HF**  
Level 14, 607 Bourke Street  
Melbourne Vic 3000

## Share Registry

**Computershare Investor Services Pty Limited**  
Level 12, 565 Bourke Street  
Melbourne Vic 3000  
Telephone 1300 850 505  
Facsimile + 61 3 9611 5710

## ASX Code

**CGO**

## CPT Global on the Web

For an introduction to the company and access to  
company announcements, descriptions of our core  
business, services and careers, visit our website  
at [www.CPTglobal.com](http://www.CPTglobal.com)

# Year End Review

## The Year in Brief

The 2001 financial year was highly successful for CPT Global Limited. The company achieved strong revenue and profit growth whilst substantially strengthening its market position in its core IT consulting business.

### Highlights for the year included:

- The initial public offer detailed in a prospectus dated August 2000 was oversubscribed and closed early on 5 September 2000. Following the successful initial public offer CPT Global Limited was admitted to the main board of the Australian Stock Exchange on 8 September 2000.
- Net funds raised from the initial public offer totalled \$4.65 million. These funds have been earmarked to fund future acquisitions and other growth avenues. \$550,000 of the net funds was utilised to fund the increase in holding in the UK subsidiary from 51% to 95%.
- Results in the first half of the financial year were constrained by activities related to the initial public offer and bid costs associated with a major outsourcing tender.
- The training division established in the fourth quarter of the previous financial year continued to consolidate and expand operations.
- Establishment of a Management of IT service. This service, which focuses on strategic partnerships with senior IT Management, complements and leverages CPT's existing Technical Consulting Services.
- The strategic partnership with Mercury Interactive was further strengthened during the year with both organisations being delighted with the progress achieved.
- The continued growth in number, technical skill base and experience of our IT professionals. At the end of the financial year the team consisted of over 140 consultants averaging over 14 years experience in the IT industry.

## Summary of Financial Results

The financial results for the 2001 financial year are set out in the financial report that is located on pages 9 to 29 of this document. The results for the year exceeded the estimates contained in the prospectus dated August 2000.

### Highlights of these results include:

- Total revenue for the 2001 financial year of **\$28.5 million**, representing **an increase of 27.7%** over the previous year's revenue of \$22.3 million.
- Operating profit after tax for the 2001 financial year of **\$2.35 million**, representing **an increase of 131.8%** over the previous year's profit after tax of \$1.01 million.

- Total dividends of **\$1.663 million** were declared for the 2001 financial year, representing **an increase of 159%** over the previous year's dividends of \$0.641 million.
- Fully franked dividends totalled 5.0cents per share for the current financial year, which was in line with the August 2000 prospectus.

These results were pleasing in this CPT Global's first year as a listed company, especially considering the challenging climate faced by IT service providers. The results reflected the increased demand for CPT Global's IT consulting services from both new and existing clients.

### Future Outlook

The successful performance of CPT Global in its first year as a listed company has placed the company in a strong position to pursue its growth strategy.

### This strategy features:

- The strengthening of our regional presence in Australia and the United Kingdom through strategic alliances, mergers and acquisitions.
- Expansion of services, including the Management of IT, in response to our clients' needs and CPT Global's growing range of competencies and operational experience.
- Protection and expansion of existing client base through outstanding performance and increased range of services.
- Leveraging of our relationship with Mercury Interactive in Australia, United Kingdom and Europe.

As an IT service business, CPT Global's reputation is our most valuable asset. Our reputation for delivering quality service that exceeds our clients' expectations has been built upon the skill and dedication of all our consultants, staff and team members. We thank them for their efforts during the past financial year as well as their commitment to maintain our impressive record of revenue and profit growth into the future.



Peter Corrigan

Managing Director

# Corporate Governance Statement

## Corporate Governance

The Board comprises five directors with a mix of skills appropriate to provide strategic directions to the company. There are three executive directors - Gerard F Tuddenham, Peter G Corrigan, Peter L Wright - and two non-executive directors - Ms Christina I Gillies, Mr Glenn W Fieldng.

The Board is responsible for establishing the criteria for Board membership, reviewing Board membership and identifying and nominating Board members. The principal criteria for appointment to the Board is the ability to add value to the company's business. External advisors are used to assist in this process. A formal procedure for reviewing the membership of the Board has not been adopted, however a facilitated informal self-assessment process is maintained.

In the furtherance of their duties as directors, non-executive members have the right to seek independent professional advice at the company's expense. The Chairman's prior approval of such expenditure is required.

The Board is responsible for the corporate governance of the company. The Board guides management in the development of strategies for the company, reviews the strategic objectives set by management and monitors the performance of the company against those objectives.

The Board has retained direct responsibility for the majority of corporate governance functions. The Board meets at least monthly and devotes sufficient time to those meetings to ensure that all issues of importance are covered. The company has established a Remuneration Committee and a Finance and Audit Committee to advise the Board on specific matters.

The Remuneration Committee comprises Mr Glenn W Fielding as Chair, Ms Christina I Gillies and Mr Gerard F Tuddenham. The main responsibilities of this committee are the provision of adequate human resource levels within the company, setting and monitoring of employment conditions, review of the performance of executive directors and senior management and the setting of the scale of their remuneration, and review of the operation of the CPT Share and Option Incentive Plan.

The company operates in a specialist field and its experience in that field enables accurate identification of the principal risks which affect its business. Key operational risks are recurring items on the agenda for each Board meeting. Identification and management of key risks are discussed by the Board at strategy review sessions attended by all Board members and senior staff. These sessions are held at least twice annually. Three sessions were held in the financial year ended 30 June 2001.

## Finance and Audit Committee

At the date of this report CPT Global Limited had a Finance and Audit Committee consisting of the following directors:

Ms Christina I Gillies (Non-executive - Chair of Finance and Audit)  
Mr Glenn W Fielding (Non-executive)  
Mr Gerard F Tuddenham (Executive Chairman)

### The committee's responsibilities are to:

- oversee existence and maintenance of effective systems of internal monitoring and accounting, financial and operational control
- ensure maintenance of effective risk management systems
- oversee financial management and external reporting processes
- nominate external auditors; and
- review the existing audit arrangements.

# Directors' Report

Your directors present their report on the company and its controlled entities for the financial year ended 30 June 2001.

## Directors

The names of directors in office at any time during or since the end of the year are:

Mr Peter G Corrigan  
Mr Peter L Wright (appointed 26 March 2001)  
Mr Glenn W Fielding (appointed 1 August 2000)  
Mr Michael Augello (retired 31 July 2000)  
Ms Christina I Gillies (appointed 1 August 2000)  
Mr Thomas M Slattery (appointed 1 August 2000, retired 16 February 2001)  
Mr Gerard F Tuddenham

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

## Principal Activities

The principal activities of the economic entity during the financial year were the provision of IT services based on the core competencies of capacity planning, performance tuning and testing and the provision of technical and professional training for IT and other professional services providers.

The service offerings were expanded by the establishment of Management of IT services to complement the existing technical services.

There were no other significant changes in the nature of the economic entity's principal activities during the financial year.

## Operating Results

The consolidated profit of the economic entity after providing for income tax and eliminating outside equity interests amounted to \$2,346,220.

## Dividends Paid or Recommended

Dividends paid or declared for payment are as follows:

Fully franked interim ordinary dividend of \$0.02 per share paid on 14 February 2001	\$661,500
Fully franked interim ordinary dividend of \$0.025 per share paid on 22 June 2001	\$834,375
Fully franked final ordinary dividend of \$0.005 per share recommended by the Directors	\$167,375

## Review of Operations

The consulting division responsible for the provision of IT services performed solidly during the year, with solid growth in all markets, particularly the UK.

The training division, established in the fourth quarter of the previous financial year, continued to consolidate and expand operations.

## Significant Changes in State of Affairs

The following significant changes in the state of affairs of the economic entity occurred during the financial year:

On 13 July 2000, the parent entity CPT Global Pty Ltd became a public company and changed its name to CPT Global Limited.

# Directors' Report (continued)

In August 2000 the parent entity issued a prospectus offering 5,987,951 shares at \$1.00 per share and 1,374,500 shares to officers, employees and consultants under the CPT Share and Option Incentive Plan. The public offer was oversubscribed and closed early on 5 September 2000. On 5 September 2000 7,335,451 ordinary shares were allotted and issued and 6,825,000 options were issued. The parent entity was admitted to the main board of the Australian Stock Exchange on 8 September 2000.

On 13 March 2001 the controlled entity CPT Consulting (UK) Ltd changed its name to CPT Global Ltd.

The parent entity increased its interest in CPT Global Ltd from 51% to 95% on 1 January 2001 for a purchase consideration of \$550,000.

## After Balance Date Events

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

## Future Developments

Likely developments in the operations of the economic entity and the expected results of those operations in future financial years have not been included in this report as the inclusion of such information is likely to result in unreasonable prejudice to the economic entity.

## Environmental Issues

The economic entity's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of a State or Territory.

## Information on Directors

### **Mr Gerard (Gerry) F Tuddenham, Executive Chairman, Age 50**

Gerry is the founder of the CPT business and is the major shareholder in CPT, through his majority interest in the CPT Trust. He has over 28 years experience in the IT industry and a reputation for delivering practical solutions. He is a world-renowned technical specialist in the areas of performance tuning, capacity planning and testing of IBM mainframe-based systems, applications, transaction processors and middleware as well as database management systems. He has provided IT consulting services in a number of continents and across a range of industries including the financial, insurance and telecommunications sectors. Gerry has also developed the software tools EXPETUNE and EXPETEST, which are licensed to CPT. These tools automate and make repeatable intricate performance and test coverage tasks. Gerry is a Member of Australian Institute of Company Directors.

Mr Tuddenham is a member of the Finance and Audit Committee and the Remuneration Committee.

### **Mr Peter G Corrigan, Managing Director, Age 39**

Peter joined the CPT business in 1996 to lead its Open Systems division and has been a Director of CPT since 1998. He has 17 years experience in the IT industry, specialising on the Mid-Range (Unix and NT) platforms. Peter's primary expertise is in the areas of performance tuning, database administration and data warehousing design and construction. Peter is well known and respected throughout the Oracle community and is the co-author of "Oracle Performance Tuning", a specialist IT reference book which has worldwide sales in excess of 100,000 copies and has been translated into multiple languages. Peter holds a Bachelor of Science Degree from the University of Melbourne and is a Member of Australian Institute of Company Directors. He has presented numerous technical papers on Oracle and other IT subjects.

# Directors' Report (continued)

## **Ms Christina (Chris) I Gillies, Non Executive Director, Age 57**

Chris has just completed an assignment with St George. As Group Executive Integration, she finalised the integration of St.George and Advance banks and as Group Executive, Group Services, rationalised and restructured a number of Core Service functions including Human Resources, Marketing, Corporate Relations and Group Information Services. Prior to joining St.George, Chris was Chief Information Officer for the Bank of Melbourne. In addition to 30 plus years of experience in the Information Technology Industry, Chris has a wide range of experience in mergers and acquisitions and in designing and implementing major change programs - for corporations including Coles Myer, Bank of Melbourne, ANZ and MITS (the privatised Information Technology arm of Melbourne Water). Chris held Consulting and Executive management positions with the international Technology Consulting Group, DMR. Directorships include Centrelink and Australian Homecare Services. Chris is a Member of Australian Institute of Company Directors.

Ms Gillies chairs the Finance and Audit Committee and is a member of the Remuneration Committee.

## **Mr Glenn W Fielding, Non Executive Director , Age 49**

Glenn was a founding member of SMS Consulting Group and a director of that Group from 1992 until 30 June 1999. During his 13 years at SMS he performed many senior roles including commercial management and merger and acquisition activities. Glenn was instrumental in setting up and running the national contracting arm of SMS. Prior to joining SMS, Glenn held senior management roles in the banking and finance industries.

Mr Fielding chairs the Remuneration Committee and is a member of the Finance and Audit Committee.

## **Mr Peter L Wright, Executive Director, Age 53**

Peter's experience in IT extends over 30 years. He was the National Managing Principal for Applications Outsourcing positions at IBM GSA and a Consulting Director and Vice President at DMR responsible for establishing and managing the Systems Delivery and Maintenance Services practice. During this period he has been involved in a number of client engagements both locally and internationally in Banking, Transportation and Government. Peter has a unique perspective and passion for making IT organisations and complex projects successful through the application of best practice principles. Currently Peter has a focus on developing an awareness in IT Organisations on Selective Outsourcing and how they can best leverage the key benefits of this evolution of the IT delivery model. Peter is a Member of Australian Institute of Company Directors, a Member of Centrelink Board IT Committee, Member of the Australian Computer Society and a Member of the Project Managers Institute.

## **Directors' Interests in Shares and Options**

Mr Tuddenham has directly or indirectly interests in 11,695,135 Ordinary Shares, and options to acquire a further 550,000 shares at an exercise price of \$1.00.

Mr Corrigan has directly or indirectly interests in 4,887,187 Ordinary Shares, and options to acquire a further 550,000 shares at an exercise price of \$1.00.

Mr Fielding has directly or indirectly interests in 198,800 Ordinary Shares, and options to acquire a further 300,000 shares at an exercise price of \$1.00.

Ms Gillies has directly or indirectly interests in 6,000 Ordinary Shares, and options to acquire a further 300,000 shares at an exercise price of \$1.00.

Mr Wright has directly or indirectly interests in 50,000 Ordinary Shares.

Mr Slattery has directly or indirectly interests in 690,004 Ordinary Share.

Mr Augello has directly or indirectly interests in 1,942,712 Ordinary Share.

# Directors' Report (continued)

## Directors and Executive Officers Emoluments

The remuneration committee, comprising the executive director and the two non-executive directors, reviews the performance of executive directors and senior management, sets the scale and structure of their remuneration including the operation of the CPT Share and Option Incentive Plan. Executive remuneration and other terms of employment are reviewed by the committee having regard to performance against individual and group related goals. The full board determines the remuneration of non-executive directors within the limits approved by security holders at general meetings.

The emoluments of each Director and the executive officer receiving the highest emoluments are as follows:

Directors					
Parent Entity	Consulting Fees/Salary	Directors Fees	Superannuation Contributions	Non-Cash Benefits	Total
	\$	\$	\$	\$	\$
Mr Peter G Corrigan	250,000	15,000	-	-	265,000
Mr Glenn W Fielding	-	25,000	-	-	25,000
Ms Christina I Gillies	-	25,000	-	-	25,000
Mr Gerard F Tuddenham	250,000	15,000	-	-	265,000
Mr Peter L Wright	62,500	-	12,500	5,745	80,745
Mr Michael Augello	157,007	-	-	4,340	161,347
Mr Thomas M Slattery	178,300	-	30,778	5,560	214,638

The emoluments of Directors of the economic entity not mentioned above are as follows:

Mr A.S. MacKenzie	244,825	-	-	-	244,825
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Executive Officer					
	Salary	Directors Fees	Superannuation Contributions	Non-Cash Benefits	Total
	\$	\$	\$	\$	\$
Mr M Tanner	77,218	-	6,178	-	83,396

Meetings of Directors							
	Directors Meetings		Finance & Audit Committee Meetings		Remuneration Committee Meetings		
	Number eligible to attend	Number attended	Number eligible to attend	Number attended	Number eligible to attend	Number attended	
Mr Peter G Corrigan	16	16	-	-	-	-	-
Mr Glenn W Fielding	13	13	2	2	2	2	2
Ms Christina I Gillies	13	12	2	2	2	2	2
Mr Gerard F Tuddenham	16	16	2	2	2	2	2
Mr Peter L Wright	5	5	-	-	-	-	-
Mr Michael Augello	2	2	-	-	-	-	-
Mr Thomas M Slattery	8	8	-	-	-	-	-

# Directors' Report (continued)

## Indemnifying Officers

During or since the end of the financial year the company has given an indemnity or entered an agreement to indemnify, or paid or agreed to pay insurance premiums as follows:

The company has paid premiums to insure the current directors and officers against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in their capacity of director and officer of the company, other than conduct involving a willful breach of duty in relation to the company. The total premium paid was \$24,968.

## Options

Options that were granted over unissued shares or interest during or since the financial year by the company or controlled entities to directors or the executive officers as part of their remuneration are as follows:

550,000 options granted to Mr Gerard F Tuddenham at an exercise price of \$1.00 during the exercise period 8/9/2001 to 8/9/2005

550,000 options granted to Mr Peter G Corrigan at an exercise price of \$1.00 during the exercise period 8/9/2001 to 8/9/2005

600,000 options granted to Mr Thomas M Slattery at an exercise price of \$0.50 during the exercise period 8/3/2002 to 8/9/2004

300,000 options granted to Ms Christina I Gillies at an exercise price of \$1.00 during the exercise period 8/9/2001 to 8/9/2003

300,000 options granted to Mr Glenn W Fielding at an exercise price of \$1.00 during the exercise period 8/9/2001 to 8/9/2003

32,990 options granted to Mr Michael Augello at an exercise price of \$0.00 during the exercise period 8/6/2001 to 8/9/2005

50,000 options granted to Mr Michael Tanner at an exercise price of \$1.00, \$1.25 or \$1.50 during the exercise period 8/9/2001 to 8/9/2004

1,000 options granted to Mr Michael Tanner at an exercise price of \$0 during the exercise period 8/12/2000 to 8/9/2005

No person entitled to exercise the option had or has any right by virtue of the option to participate in any share issue of any other body corporate.

300,000 shares were issued to Mr Thomas Michael Slattery by virtue of the exercise of options.

32,990 shares were issued to Mr Michael Augello by virtue of the exercise of options.

1,000 shares were issued to Mr Michael Tanner by virtue of the exercise of options.

A total of 475,000 shares have been issued by virtue of the exercise of options during the year or to the date of this report. There are a total of 6,100,000 unissued shares for which options are outstanding at the date of this report. See Note 18 for details of outstanding options and options exercised.

# Directors' Report (continued)

## Proceedings on Behalf of Company

No person has applied for leave of Court to bring proceedings on behalf of the company or intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or any part of those proceedings.

The company was not a party to any such proceedings during the year.

## Rounding of Amounts

The company is an entity to which ASIC Class Order 98/100 applies. Accordingly amounts in the financial statements and directors' report have been rounded to the nearest thousand dollars.

## Signed in accordance with a resolution of the Board of Directors



P G CORRIGAN, Director

Dated this 20 day of August 2001.

# Statement of Financial Performance

*For the year ended 30 June 2001*

	Note	Economic Entity		Parent Entity	
		2001 \$000	2000 \$000	2001 \$000	2000 \$000
Revenues from ordinary activities	2	28,542	22,353	26,584	21,998
Depreciation and amortisation expense		(494)	(395)	(494)	(395)
Borrowing costs expense		-	-	-	-
Other expenses from ordinary activities	3	(24,298)	(20,098)	(22,681)	(19,808)
Profit from ordinary activities before income tax expense	3	3,750	1,860	3,409	1,795
Income tax expense relating to ordinary activities	4	(1,357)	(822)	(1,195)	(809)
Net profit		2,393	1,038	2,214	986
Net profit attributable to outside equity interests		(47)	(26)	-	-
Net profit attributable to members of the parent entity		2,346	1,012	2,214	986
Net exchange difference on translation of financial report of self-sustaining foreign operations		(10)	-	-	-
Total revenues, expenses and valuation adjustments attributable to members of the parent entity and recognised directly in equity		-	-	-	-
Total changes in equity other than those resulting from transactions with owners as owners		2,336	1,012	2,214	986

# Statement of Financial Position

As at 30 June 2001

	Note	Economic Entity		Parent Entity	
		2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Current Assets</b>					
Cash assets	8	4,694	465	4,238	361
Receivables	9	5,229	3,084	4,937	3,000
Inventories	10	34	-	34	-
Other	11	26	288	26	288
<b>Total Current Assets</b>		<b>9,983</b>	<b>3,837</b>	<b>9,235</b>	<b>3,649</b>
<b>Non-Current Assets</b>					
Investments	12	-	-	55	-
Property, plant and equipment	14	444	184	444	184
Intangible	15	6,651	6,442	6,656	6,442
Tax assets	11	10	12	10	12
<b>Total Non-Current Assets</b>		<b>7,105</b>	<b>6,638</b>	<b>7,165</b>	<b>6,638</b>
<b>Total Assets</b>		<b>17,088</b>	<b>10,475</b>	<b>16,400</b>	<b>10,287</b>
<b>Current Liabilities</b>					
Payables	16	3,270	2,454	2,926	2,347
Provisions	17	898	710	735	697
<b>Total Current Liabilities</b>		<b>4,168</b>	<b>3,164</b>	<b>3,661</b>	<b>3,044</b>
<b>Non-Current Liabilities</b>					
Deferred tax liabilities	17	27	28	27	28
<b>Total Non-Current Liabilities</b>		<b>27</b>	<b>28</b>	<b>27</b>	<b>28</b>
<b>Total Liabilities</b>		<b>4,195</b>	<b>3,192</b>	<b>3,688</b>	<b>3,072</b>
<b>Net Assets</b>		<b>12,893</b>	<b>7,283</b>	<b>12,712</b>	<b>7,215</b>
<b>Equity</b>					
Contributed equity	18	12,072	7,125	12,072	7,125
Reserves	19	10	-	-	-
Retained profits	20	799	116	640	90
Parent entity interest		12,881	7,241	12,712	7,215
Outside equity interest	21	12	42	-	-
<b>Total Equity</b>		<b>12,893</b>	<b>7,283</b>	<b>12,712</b>	<b>7,215</b>

# Statement of Cash Flows

For the year ended 30 June 2001

	Note	Economic Entity		Parent Entity	
		2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Cash Flows From Operating Activities</b>					
Receipts from customers		29,015	21,640	27,268	20,981
Payments to suppliers and employees		(26,456)	(20,611)	(25,063)	(20,036)
Interest received		239	25	239	25
Income tax paid		(1,153)	(838)	(1,141)	(834)
Net cash provided by (used in) operating activities	22(a)	1,645	216	1,303	136
<b>Cash Flows From Investing Activities</b>					
Proceeds from sale of property, plant and equipment		15	-	15	-
Purchase of property, plant and equipment		(406)	(95)	(406)	(95)
Purchase of investment		-	(65)	-	(65)
Purchase of other non-current assets		(27)	-	(27)	-
Payment for outside equity interest in subsidiary	22(b)	(550)	-	(550)	-
Net cash provided by (used in) investing activities		(968)	(160)	(968)	(160)
<b>Cash Flows From Financing Activities</b>					
Proceeds from issue of shares		6,281	-	6,281	-
Payment for issue of shares		(1,060)	-	(1,060)	-
Dividends paid by parent entity		(1,679)	(1,109)	(1,679)	(1,109)
Net cash provided by (used in) financing activities		3,542	(1,109)	3,542	(1,109)
Net increase in cash held		4,219	(1,053)	3,877	(1,133)
Cash at 1 July 2000		465	1,517	361	1,494
Effect of exchange rates on cash holdings in foreign currencies		10	1	-	-
Cash at 30 June 2001	8	4,694	465	4,238	361

# Notes to the Financial Statements

*For the year ended 30 June 2001*

## **Note 1: Statement of Significant Accounting Policies**

The financial report is a general purpose financial report that has been prepared in accordance with Accounting Standards, Urgent Issues Group Consensus views and other authoritative pronouncements of the Australian Accounting Standards Board.

The financial report covers the economic entity of CPT Global Limited and controlled entities, and CPT Global Limited as an individual parent entity. CPT Global Limited is a listed public company, incorporated and domiciled in Australia.

The financial report has been prepared on an accruals basis and is based on historical costs and does not take into account changing money values or, except where stated, current valuations of non-current assets. Cost is based on the fair values of the consideration given in exchange for assets.

The following is a summary of the material accounting policies adopted by the economic entity in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

### **(a) Principles of Consolidation**

The economic entity comprises the financial report of CPT Global Limited and of its controlled entities. A controlled entity is any entity controlled by CPT Global Limited. Control exists where CPT Global Limited has the capacity to dominate the decision-making in relation to the financial and operating policies of another entity so that the other entity operates with CPT Global Limited to achieve the objectives of CPT Global Limited. Details of the controlled entities are contained in Note 13.

The assets and liabilities of the overseas controlled entity which is self-sustaining, are translated at year end rates and operating results are translated at the rates ruling at the end of each month. Gains and losses arising on translation are taken directly to the foreign currency translation reserve.

All inter-company balances and transactions between entities in the economic entity, including any unrealised profits or losses, have been eliminated on consolidation.

### **(b) Income Tax**

The economic entity adopts the liability method of tax-effect accounting whereby the income tax expense shown in the profit and loss statement is based on the operating profit before income tax adjusted for any permanent differences.

Timing differences which arise due to the different accounting periods in which items of revenue and expense are included in the determination of accounting profit and taxable income are brought to account as either a provision for deferred income tax or as future income tax benefit at the rate of income tax applicable to the period in which the benefit will be received or the liability will become payable.

Future income tax benefits are not brought to account unless realisation of the asset is assured beyond reasonable doubt. Future income tax benefits in relation to tax losses are not brought to account unless there is virtual certainty of realisation of the benefit.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the economic entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

# Notes to the Financial Statements

*For the year ended 30 June 2001*

## Note 1: Statement of Significant Accounting Policies (cont'd)

### (c) Inventories

Work in progress is valued at cost plus profit recognised to date less any provision for anticipated future losses. Cost includes both variable and fixed costs relating to specific contracts, and those costs that are attributable to the contract activity in general and that can be allocated on a reasonable basis.

Profits are recognised on the stage of completion basis measured using the proportion of costs incurred to date as compared to expected total costs. Where losses are anticipated they are provided for in full.

Revenue has been recognised on the basis of the terms of the contract adjusted for any variations or claims allowable under the contract.

### (d) Property, Plant and Equipment

Property, plant and equipment are carried at cost or at independent or directors' valuation, less, where applicable, any accumulated depreciation or amortisation. The carrying amount of property, plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows which will be received from the assets' employment and subsequent disposal. The expected net cash flows have not been discounted to their present values in determining recoverable amounts.

The depreciable amount of all fixed assets is depreciated on a diminishing value basis over their useful lives to the company commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Rate
Fixtures Fitting & Equipment	22.5% - 37.5%
Leasehold Improvements	20%
Plant and Machinery	11 - 50%

### (e) Investments

Non-current investments are carried at cost.

The carrying amount of investments is reviewed annually by directors to ensure it is not in excess of the recoverable amount of these investments.

### (f) Goodwill

Goodwill is initially recorded at the amount by which the purchase price for a business or for an ownership interest in a controlled entity exceeds the fair value attributed to its net assets at date of acquisition. Purchased goodwill is amortised on a straight line basis over the period of 20 years. The balances are reviewed annually and any balances representing future benefits for which the realisation is considered to be no longer probable are written off.

### (g) Cash

For the purposes of the Statement of Cash Flows, cash includes cash on hand and at call deposit with banks or financial institutions, investments in money market instruments maturing within less than two months.

# Notes to the Financial Statements

*For the year ended 30 June 2001*

Note 1: Statement of Significant Accounting Policies (cont'd)

**(h) Revenue Recognition**

Revenue from the rendering of consulting services provided is recognised upon delivery of the service to the customers.

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

**(i) Comparatives**

Where required by Accounting Standards comparative figures have been adjusted to conform with changes in presentation for the current financial year.

**(j) Rounding Of Amounts**

The parent entity has applied the relief available to it under ASIC Class Order 98/100 and, accordingly, amounts in the financial report and directors' report have been rounded off to the nearest \$1,000.

# Notes to the Financial Statements

For the year ended 30 June 2001

	Note	Economic Entity		Parent Entity	
		2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Note 2: Revenue</b>					
<b>Operating activities</b>					
Consulting fees		28,303	22,293	26,029	21,938
Dividends received	2(a)	-	-	316	-
Interest received	2(b)	239	25	239	25
Rental revenue		-	3	-	3
Other revenue		-	32	-	32
		<b>28,542</b>	<b>22,353</b>	<b>26,584</b>	<b>21,998</b>
<b>Non-operating activities</b>					
Proceeds on disposal of property, plant and equipment		15	-	15	-
<b>(a) Dividend revenue from:</b>					
Partly owned subsidiaries		-	-	316	-
<b>(b) Interest revenue from:</b>					
Other persons		239	25	239	25
<b>Note: 3 Profit from Ordinary Activities</b>					
<b>Profit from ordinary activities before income tax has been determined after</b>					
<b>(a) Expenses:</b>					
Cost of sales		19,878	17,366	18,392	17,054
Depreciation of non-current assets					
Plant and equipment		118	46	118	46
Leased plant and equipment		10	-	10	-
Total depreciation		128	46	128	46
Amortisation of non-current assets					
Goodwill		366	349	366	349
Rental expense on operating leases		294	137	294	137
Write down of investments		-	65	-	65
<b>(b) Revenue and Net Gains</b>					
Net gain (loss) on disposal of property, plant and equipment		(2)	-	(2)	-

# Notes to the Financial Statements

For the year ended 30 June 2001

	Economic Entity		Parent Entity	
	2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Note 4: Income Tax Expense</b>				
The prima facie tax payable on operating profit is reconciled to the income tax provided in the financial report as follows:				
Prima facie tax payable on operating profit before income tax at 34% (2000: 36%)	1,275	669	1,159	646
Add:				
Tax effect of :				
- amortisation of goodwill	124	126	124	126
- other non-allowable items	21	38	21	38
- tax on overseas income at different rate	(61)	(10)	-	-
- foreign source dividends	-	-	(107)	-
- adjustment to future income tax benefit and provision for deferred income tax for change in company tax rate to 30% (2000: from 36% to 34%)	(2)	(1)	(2)	(1)
Income tax expense attributable to profit from ordinary activities before income tax	<u>1,357</u>	<u>822</u>	<u>1,195</u>	<u>809</u>

## Note 5: Auditors' Remuneration

### Remuneration of the auditor of the parent entity for:

- Auditing or reviewing the financial report	27	22	27	22
- other services	29	111	29	111
- other services provided by related practice of auditor	-	-	-	-

### Remuneration of other auditors of subsidiaries for:

- Auditing or reviewing the financial report of subsidiaries	9	-	-	-
- other services	-	-	-	-

# Notes to the Financial Statements

For the year ended 30 June 2001

	Economic Entity		Parent Entity	
	2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Note 6: Dividends</b>				
Interim fully franked ordinary dividend of 2.0 (2000: 2.0) cents per share franked at the tax rate of 34% (2000: 36%)	662	142	662	142
Special Interim fully franked ordinary dividend of 2.5 (2000: 7.0) cents per share franked at the tax rate of 34% (2000: 36%)	834	499	834	499
Proposed final fully franked ordinary dividend of 0.5 (2000: Nil) cents per share franked at the tax rate of 30% (2000: 34%)	167	-	167	-
	<b>1,663</b>	<b>641</b>	<b>1,663</b>	<b>641</b>
Balance of franking account at year end adjusted for franking credits arising from payment of provision for income tax and dividends recognised as receivables, franking debits arising from payment of proposed dividends and franking credits that may be prevented from distribution in subsequent financial years	1,150	325	1,150	325
<b>Note 7: Earnings Per Share</b>				
Basic earnings per share	7.77 cents 14.21cents			
(a) Weighted average number of ordinary shares outstanding during the year used in calculation of basic EPS	30,200,930 7,125,012			
Diluted earnings per share	7.51cents 14.21cents			
(b) 4,200,000 potential ordinary shares are not dilutive and are not used in the calculation of diluted earnings per share.				

# Notes to the Financial Statements

For the year ended 30 June 2001

	Economic Entity		Parent Entity	
	2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Note 8: Cash Assets</b>				
Cash at Bank	3,184	465	2,728	361
Term Deposits	1,510	-	1,510	-
	<b>4,694</b>	<b>465</b>	<b>4,238</b>	<b>361</b>
<b>Note 9: Receivables</b>				
Trade Debtors	5,134	2,924	4,496	2,867
Sundry Debtors	10	131	1	105
Prepayments	85	29	85	28
Receivable from partly owned subsidiaries	-	-	355	-
	<b>5,229</b>	<b>3,084</b>	<b>4,937</b>	<b>3,000</b>
<b>Note 10: Inventories</b>				
Raw materials and stores	6	-	6	-
Work in progress at cost	28	-	28	-
	<b>34</b>	<b>-</b>	<b>34</b>	<b>-</b>
<b>Note 11: Other Assets</b>				
<b>Current</b>				
Deposits	26	14	26	14
IPO capitalised costs	-	274	-	274
	<b>26</b>	<b>288</b>	<b>26</b>	<b>288</b>
<b>Tax Assets</b>				
<b>Non-Current</b>				
Future income tax benefit	10	12	10	12
<b>Note 12: Investments</b>				
Investments at Cost	-	65	-	65
Provision for diminishing value of investments	-	(65)	-	(65)
Investment in CPT Global Ltd (UK Subsidiary)	-	-	55	-
	<b>-</b>	<b>-</b>	<b>55</b>	<b>-</b>

# Notes to the Financial Statements

*For the year ended 30 June 2001*

## Note 13: Controlled Entities

### (a) Controlled entities and their contribution to consolidated profit

	Country of Incorporation	Percentage Owned (%)	
		2001	2000
<b>Parent Entity:</b>			
CPT Global Limited	Aust.	-	-
<b>Subsidiaries of CPT Global Limited</b>			
CPT Global Ltd	U.K.	95	51
CPT Global Consulting Pty Ltd	Aust.	100	-

### (b) Controlled entities acquired

On 19 July 2000 the parent entity acquired 100% of CPT Global Consulting Pty Ltd for a purchase consideration of \$12.

On 13 March 2001 the controlled entity CPT Consulting (UK) Ltd changed its name to CPT Global Ltd.

On 1 January 2001 the parent entity acquired a further 44% of CPT Global Ltd, with CPT Global Limited entitled to all profits earned from 1 January 2001, for a purchase consideration of \$550,000.

# Notes to the Financial Statements

For the year ended 30 June 2001

	Economic Entity		Parent Entity	
	2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Note 14: Property, plant and equipment</b>				
<b>Plant and machinery</b>				
At cost	409	144	409	144
Accumulated depreciation	(147)	(50)	(147)	(50)
	<b>262</b>	<b>94</b>	<b>262</b>	<b>94</b>
<b>Fixtures, fittings and equipment</b>				
At cost	153	103	153	103
Accumulated depreciation	(36)	(18)	(36)	(18)
	<b>117</b>	<b>85</b>	<b>117</b>	<b>85</b>
<b>Leasehold improvements</b>				
At cost	75	5	75	5
Accumulated depreciation	(10)	-	(10)	-
	<b>65</b>	<b>5</b>	<b>65</b>	<b>5</b>
<b>Total property, plant and equipment</b>	<b>444</b>	<b>184</b>	<b>444</b>	<b>184</b>
<b>Note 15: Intangibles</b>				
Goodwill at Cost	7,623	7,047	7,628	7,047
Accumulated Amortisation	(972)	(605)	(972)	(605)
	<b>6,651</b>	<b>6,442</b>	<b>6,656</b>	<b>6,442</b>
<b>Note 16: Payables</b>				
Trade Creditors	2,671	1,724	2,408	1,661
Accruals	300	470	219	433
Recoverables	-	3	-	3
Sundry creditors	299	257	299	250
	<b>3,270</b>	<b>2,454</b>	<b>2,926</b>	<b>2,347</b>

# Notes to the Financial Statements

For the year ended 30 June 2001

	Economic Entity		Parent Entity	
	2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Note 17: Provisions</b>				
<b>Current</b>				
Dividends	167	183	167	183
Income Tax	731	527	568	514
	<b>898</b>	<b>710</b>	<b>735</b>	<b>697</b>
<b>Non-Current</b>				
Provision for deferred income tax	<b>27</b>	<b>28</b>	<b>27</b>	<b>28</b>
<b>Note 18: Contributed Equity</b>				
33,475,000 ( 2000: 7,125,012) fully paid ordinary shares	<b>12,072</b>	<b>7,125</b>	<b>12,072</b>	<b>7,125</b>
<b>Ordinary Shares</b>				
At the beginning of the reporting period	7,125	7,125	7,125	7,125
<b>Share issued during the year</b>				
- 57,144 on 28 July 2000	-	-	-	-
- 142,858 on 28 July 2000	143	-	143	-
- 5,987,951 on 5 September 2000	5,988	-	5,988	-
- 1,374,500 on 5 September 2000	-	-	-	-
- 75,000 on 12 January 2001	-	-	-	-
- 300,000 on 12 April 2001	150	-	150	-
- 100,000 on 25 June 2001	-	-	-	-
Transaction costs relating to share issues	(1,334)	-	(1,334)	-
	<b>12,072</b>	<b>7,125</b>	<b>12,072</b>	<b>7,125</b>

At the beginning of the reporting period there were 7,125,012 ordinary shares on issue.

On 28 July 2000 142,858 ordinary shares were issued.

On 28 July 2000 57,144 ordinary shares were issued.

On 31 July 2000 the 7,325,014 ordinary shares on issue were split 3.5 to 1. Ordinary shares on issue at that date totalled 25,637,549.

On 5 September 2000 5,987,951 ordinary shares were issued pursuant to a prospectus issued in August 2000.

On 5 September 2000 1,374,500 ordinary shares were issued to officers, employees and consultants under the CPT Share and Option Incentive Plan, pursuant to a prospectus issued in August 2000.

On 12 January 2001 75,000 ordinary shares were issued to employees and consultants upon the exercise of options granted on 5 September 2000 under the CPT Share and Option Incentive Plan.

On 12 April 2001 300,000 ordinary shares were issued to Thomas Michael Slattery upon the exercise of options granted on 5 September 2000 under the CPT Share and Option Incentive Plan.

# Notes to the Financial Statements

*For the year ended 30 June 2001*

## Note 18: Contributed Equity (cont'd)

On 25 June 2001 100,000 ordinary shares were issued to employees and consultants upon the exercise of options granted on 29 May 2001 under the CPT Share and Option Incentive Plan.

At the end of the reporting period there were 33,475,000 ordinary shares on issue. Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. At shareholders meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

### Options over Ordinary Shares.

On 5 September 2000 6,825,000 options over ordinary shares were issued to officers, employees and consultants under the CPT Share and Option Incentive Plan pursuant to a prospectus issued in August 2000.

On 16 January 2001 75,000 options over ordinary shares issued to officers, employees and consultants on 5 September 2000 were exercised.

On 16 February 2001 350,000 options over ordinary shares issued to officers, employees and consultants on 5 September 2000 lapsed.

On 16 March 2001 300,000 options over ordinary shares issued to officers, employees and consultants on 5 September 2000 were exercised.

On 29 May 2001 100,000 options over ordinary shares were issued to officers, employees and consultants under the CPT Share and Option Incentive Plan pursuant to a prospectus issued in August 2000.

On 25 June 2001 100,000 options over ordinary shares issued to officers, employees and consultants on 29 May 2001 were exercised.

Number of Options	Exercise Period	Exercise Price	Options Outstanding at 30 June 2001
315,000	From 08/09/2001 to 08/09/2002	\$1.00	315,000
500,000	From 08/09/2001 to 08/09/2005	\$1.00	500,000
300,000	From 08/09/2002 to 08/09/2004	\$1.00	300,000
750,000	From 08/09/2001 to 08/09/2003	\$1.00	750,000
75,000	From 08/12/2000 to 08/09/2005	\$0.00	-
2,800,000	From 08/09/2000 to 08/09/2004	\$1.00	2,800,000
20,000	From 08/09/2003 to 08/09/2004	\$1.50	20,000
15,000	From 08/09/2002 to 08/09/2003	\$1.25	15,000
1,400,000	From 08/09/2000 to 08/09/2005	\$1.00	1,400,000
50,000	From 08/09/2001 to 08/09/2004	\$1.00	-
300,000	From 08/03/2002 to 08/03/2003	\$0.50	-
300,000	From 08/09/2003 to 08/09/2004	\$0.50	-
<b>6,825,000</b>			<b>6,100,000</b>

At 30 June 2001 there were 6,100,000 unissued ordinary shares for which options were outstanding.

The company has established the CPT Share and Option Incentive Plan. All employees and consultants of the economic entity are entitled to participate in the scheme. On 5 September 2000 1,347,500 ordinary shares, and 6,825,000 options over ordinary shares were issued under the plan. On 29 May 2001 100,000 options over ordinary shares were issued under the plan. The number of ordinary shares in the plan total 6,474,507.

# Notes to the Financial Statements

For the year ended 30 June 2001

	Economic Entity		Parent Entity	
	2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Note 19: Reserves</b>				
Foreign currency translation	10	-	-	-
Foreign currency translation reserve				
<b>Movements during the year</b>				
Opening Balance	-	-	-	-
Adjustment arising from the translation of foreign controlled entities' financial statements	10	-	-	-
Closing balance	<b>10</b>	<b>-</b>	<b>-</b>	<b>-</b>
The foreign currency translation reserve records exchange differences arising on translation of a foreign controlled subsidiary.				
<b>Note 20: Retained profits (losses)</b>				
Retained profits at the beginning of the financial year	116	(255)	89	(255)
Net profit attributable to the members of the parent entity	2,346	1,012	2,214	986
Dividends provided for or paid	(1,663)	(641)	(1,663)	(641)
Retained profits at the end of the financial year	<b>799</b>	<b>116</b>	<b>640</b>	<b>90</b>
<b>Note 21: Outside equity interests in controlled entities</b>				
<b>Outside equity interest comprises:</b>				
Share capital	-	-	-	-
Reserves	-	-	-	-
Retained profits	12	42	-	-
	<b>12</b>	<b>42</b>	<b>-</b>	<b>-</b>

# Notes to the Financial Statements

For the year ended 30 June 2001

	Economic Entity		Parent Entity	
	2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Note 22: Cash Flow Information</b>				
<b>(a) Reconciliation of Cash Flow from operations with Profit from ordinary activities after Income Tax</b>				
Profit from ordinary activities after income tax	2,393	1,038	2,214	986
<b>Non-cash flows in profit from ordinary activities</b>				
Amortisation	366	349	366	349
Depreciation	128	46	128	46
Write down of investments	-	65	-	65
Loss on sale of property, plant and equipment	2	-	2	-
Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries				
(Increase)/Decrease in trade and term debtors	(2,208)	(967)	(1,628)	(957)
(Increase)/Decrease in prepayments and other debtors	53	(141)	35	(115)
(Increase)/Decrease in receivables from subsidiary	-	-	(355)	-
(Increase)/Decrease in inventories	(34)	37	(34)	37
(Increase)/Decrease in FITB	1	(11)	1	(11)
(Increase)/Decrease in capitalised IPO costs	-	(274)	-	(274)
Increase/(Decrease) in trade creditors	873	(252)	689	(270)
Increase/(Decrease) in sundry creditors and accruals	(131)	331	(167)	294
Increase/(Decrease) in income tax payable	203	(33)	53	(42)
Increase/(Decrease) in deferred taxes payable	(1)	28	(1)	28
<b>Cash Flows from operations</b>	<b>1,645</b>	<b>216</b>	<b>1,303</b>	<b>136</b>

## (b) Payment for outside equity interest in subsidiary

During the year a further 44% of the controlled entity CPT Global Ltd was acquired.

### Details of this transaction are:

Purchase consideration	550	-	550	-
Cash consideration	550	-	550	-

## (c) Credit Standby Arrangements with Banks

Loan facility	200	200	200	200
Amount utilised	-	-	-	-
Unused loan facility	200	200	200	200

### The major facility is summarised as follows.

\$200,000 finance lease facility arranged with the ANZ Banking Group. Interest rates are variable subject to adjustment. The facility is renewable on an annual basis. The facility has not been utilised by the company.

# Notes to the Financial Statements

For the year ended 30 June 2001

	Economic Entity		Parent Entity	
	2001 \$000	2000 \$000	2001 \$000	2000 \$000
<b>Note 23: Remuneration and Retirement Benefits</b>				
<b>(a) Directors' Remuneration</b>				
Income paid or payable to all directors of each entity in the economic entity by the entities of which they are directors and any related parties	1,507	1,730	-	-
Income paid or payable to all directors of the parent entity by the parent entity and any related parties	-	-	1,258	1,509
<b>Number of parent entity directors whose income from the parent entity and any related parties was within the following</b>				
\$20,000 - \$29,999	2	-	2	-
\$80,000 - \$89,999	1	-	1	-
\$210,000 - \$219,999	1	-	1	-
\$220,000 - \$229,999	-	2	-	1
\$230,000 - \$239,999	1	-	1	-
\$260,000 - \$269,999	1	-	1	-
\$330,000 - \$339,999	-	1	-	1
\$340,000 - \$349,999	-	1	-	1
\$410,000 - \$419,999	1	-	1	-
\$640,000 - \$649,999	-	1	-	1

The names of parent entity directors who have held office during the financial year are:

Mr Peter G Corrigan  
 Mr Glenn W Fielding (appointed 1 August 2000)  
 Ms Christina I Gillies (appointed 1 August 2000)  
 Mr Gerard F Tuddenham  
 Mr Peter L Wright (appointed 26 March 2001)  
 Mr Michael Augello (retired 31 July 2000)  
 Mr Thomas M Slattery (appointed 1 August 2000, retired 16 February 2001)  
 Mr Nicholas A Mescher (retired 17 December 1999)

## (b) Executive Remuneration

There are no executive officers with remuneration greater than \$100,000.

# Notes to the Financial Statements

For the year ended 30 June 2001

Economic Entity		Parent Entity	
2001	2000	2001	2000
\$000	\$000	\$000	\$000

## Note 24: Related Party Transactions

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated. These amounts include payments for consulting services provided by employees of the related entities on normal commercial terms and conditions.

Director related entities of Peter Corrigan were paid fees during the year for the provision of consulting services provided by employees of the related entities on normal commercial terms and conditions.

150	291	150	291
-----	-----	-----	-----

Director related entities of Michael Augello were paid fees during the year for the provision of consulting services provided by employees of the related entities on normal commercial terms and conditions.

71	120	71	120
----	-----	----	-----

Director related entities of Nicholas Mescher were paid fees during the year for the provision of consulting services provided by employees of the related entities on normal commercial terms and conditions.

-	114	-	114
---	-----	---	-----

Director related entities of Gerard Francis Tuddenham were paid fees during the year for the provision of software licenses on normal commercial terms and conditions.

-	38	-	38
---	----	---	----

Amounts payable to director related entities.

93	95	93	95
----	----	----	----

## Directors Transactions

Fixed assets purchased by the parent entity from directors

### Fixed assets purchased from

- Gerard Tuddenham	-	8	-	8
- Peter Corrigan	-	7	-	7
- Michael Augello	4	-	4	-
- Peter Wright	6	-	6	-

# Notes to the Financial Statements

For the year ended 30 June 2001

Economic Entity		Parent Entity	
2001	2000	2001	2000
\$000	\$000	\$000	\$000

## Note 24: Related Party Transactions (cont'd)

### Share transactions of directors

Directors and director-related entities hold directly, indirectly or beneficially as at the reporting date the following equity interests in members of the economic entity:

#### CPT Global Limited

- ordinary shares	19,435	5,182	19,435	5,182
- options over ordinary shares	1,700	-	1,700	-

Directors and their related entities acquired 753,300 ordinary shares in CPT Global Limited under the issues described in Note 18 to the financial report and on market on the same terms and conditions available to other shareholders. They did not dispose of any shares or options during the period.

Directors and their related entities acquired 545,494 ordinary shares and 2,332,990 options to acquire ordinary shares under the CPT Share and Option Incentive Plan.

### Identification of Related Parties

#### Ultimate Parent Entity

The parent entity is ultimately controlled by GNP Nominees Pty Ltd, a director related entity. GNP Nominees Pty Ltd is incorporated in Australia.

## Note 25: Statement of Operations by Segments

### (a) Industrial segments

CPT Global Limited provides services in the information technology consulting sector.

### (b) Geographic Segments

	Total Revenue		Profit from Ordinary Activities After Income Tax Attributed to Shareholders		Total Assets	
	2001	2000	2001	2000	2001	2000
	\$000	\$000	\$000	\$000	\$000	\$000
<b>Australian</b>						
- External customers	26,584	21,998	2,214	986	16,400	10,288
<b>United Kingdom</b>						
- External customers	2,344	355	495	52	1,104	187
Eliminations	(386)	-	(316)	-	(416)	-
	<b>28,542</b>	<b>22,353</b>	<b>2,393</b>	<b>1,038</b>	<b>17,088</b>	<b>10,475</b>

# Notes to the Financial Statements

For the year ended 30 June 2001

Economic Entity		Parent Entity	
2001	2000	2001	2000
\$000	\$000	\$000	\$000

## Note 26: Events Subsequent to Reporting Date

There have been no events subsequent to reporting date.

## Note 27: Capital and Leasing Commitments

### Operating Lease Commitments

Non-cancellable operating leases contracted for but not capitalised in the accounts.

#### Payable:

- not later than 1 year	204	255	204	255
- later than 1 year but not later than 2 years	52	204	52	204
- later than 2 years	-	52	-	52
	<b>256</b>	<b>511</b>	<b>256</b>	<b>511</b>

Operating leases expire 15 September 2002. There are no options for operating leases extensions.

## Note 28: Financial Instruments

### (a) Interest Rate Risk

The economic entity's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on those financial assets and financial liabilities, is as follows:

	Weighted average effective interest rate		Floating interest rate \$000		Non-interest bearing \$000		Total \$000	
	2001	2000	2001	2000	2001	2000	2001	2000
Financial Assets								
Cash	4.27	4.07	4,694	465	-	-	4,694	465
Receivables	-	-	-	-	5,144	3,055	5,144	3,055
Total Financial Assets			<b>4,694</b>	<b>465</b>	<b>5,144</b>	<b>3,055</b>	<b>9,838</b>	<b>3,520</b>
Financial Liabilities								
Trade and sundry creditors	-	-	-	-	2,920	1,981	2,920	1,981
Total Financial Liabilities			<b>-</b>	<b>-</b>	<b>2,920</b>	<b>1,981</b>	<b>2,920</b>	<b>1,981</b>

# Notes to the Financial Statements

For the year ended 30 June 2001

Economic Entity		Parent Entity	
2001	2000	2001	2000
\$000	\$000	\$000	\$000

## Note 28: Financial Instruments (cont'd)

### (b) Credit Risk

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets is the carrying amount of those assets, net of any provisions for doubtful debts, as disclosed in the balance sheet and notes to the financial report.

The economic entity does not have any material credit risk exposure to any single debtor or group of debtors under financial instruments entered into by the company.

### (c) Net Fair Values

Assets and liabilities net fair value approximates their carrying value. No financial assets and financial liabilities are readily traded on organised markets in a standardised form other than listed investments. Financial assets where the carrying amount exceeds net fair values have not been written down as the company intends to hold these assets to maturity.

The aggregate net fair values and carrying amounts of financial assets and financial liabilities are disclosed in the balance sheet and in the notes to and forming part of the financial statements.

## Note 29: Contingent Liabilities

Estimates of the maximum amounts of contingent liabilities that may become payable:

### Guarantees to third parties arising out of dealings in the normal course of business

- lease of premises	83	83	83	83
- lease finance facility	200	200	200	200

## Note 30: Number of employees at year end

Number of employees include IT consultants and support staff.	167	155	161	153
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# Directors' Declaration

The directors of the company declare that:

1. the financial statements and notes, as set out on pages 9 to 29:
  - (a) *comply with Accounting Standards and the Corporations Act 2001; and*
  - (b) *give a true and fair view of the financial position as at 30 June 2001 and performance for the year ended on that date of the company and the economic entity;*
2. in the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

Director 

*Peter G Corrigan*

*Dated this 20th day of August 2001.*

**INDEPENDENT AUDIT REPORT  
TO THE MEMBERS OF  
CPT GLOBAL LIMITED**

**Scope**

We have audited the financial report of CPT Global Limited and controlled entities for the financial year ended 30 June 2001 as set out on pages 9 to 30. The financial report includes the consolidated financial statements of the consolidated entity comprising the company and the entities it controlled at the year's end or from time to time during the financial year. The company's directors are responsible for the financial report. We have conducted an independent audit of this financial report in order to express an opinion on it to the members of the company.

Our audit has been conducted in accordance with Australian Auditing Standards to provide reasonable assurance whether the financial report is free of material misstatement. Our procedures included examination, on a test basis, of evidence supporting the amounts and other disclosures in the financial report, and the evaluation of accounting policies and significant accounting estimates. These procedures have been undertaken to form an opinion whether, in all material respects, the financial report is presented fairly in accordance with Accounting Standards and other mandatory professional reporting requirements and statutory requirements so as to present a view which is consistent with our understanding of the company's and the consolidated entity's financial position, and performance as represented by the results of their operations and their cash flows.

The audit opinion expressed in this report has been formed on the above basis.

**Audit Opinion**

In our opinion, the financial report of CPT Global Limited is in accordance with:

- (a) the Corporations Act 2001, including:
  - (i) giving a true and fair view of the company's and consolidated entity's financial position as at 30 June 2001 and of their performance for the year ended on that date; and
  - (ii) complying with Accounting Standards and the Corporation Regulations; and
- (b) other mandatory professional reporting requirements.



MOORE STEPHENS HF  
Chartered Accountants



S D PITT  
Partner  
Melbourne, 20th August 2001

# Shareholders' Statement

As at 31st July 2001

Number of shareholders	747	
<b>Distribution of shareholding</b>		
<b>Number of fully paid ordinary shares</b>	<b>Holders</b>	<b>% of Class</b>
1-1,000	63	0.18
1,001-5000	453	3.51
5,001-10,000	75	1.87
10,001-100,000	131	12.38
100,001 and over	25	82.06
<b>Total</b>	<b><u>747</u></b>	<b><u>100.00</u></b>
Number of shareholders holding less than a marketable parcel	9	

## Voting Rights

On a show of hands, every member present or voting by proxy, attorney or representative shall have one vote. On a poll, every member present or voting by proxy, attorney or representative shall have one vote for each fully paid share held. Holders of partly paid shares have voting rights in proportion to the amount actually paid on the shares.

## Top 20 shareholders

The top 20 shareholders held 89.06% of the fully paid (quoted shares) in the company as follows

Shareholder	Shares held	% of class
GNP Nominees Pty Ltd	20,498,642	70.73
Permanent Trustee Australia Limited <Fir0005 A/C>	1,888,000	6.51
Mirrabooka Investments Limited <Investment Portfolio A/C>	775,000	2.67
Tuddy Super Pty Ltd <Super Fund A/C>	439,900	1.52
Thomas Michael Slattery	435,000	1.50
Chase Manhattan Nominees Limited	350,000	1.21
National Nominees Pty Ltd	206,500	0.71
Austock Nominees Pty Ltd <Custodian A/C>	150,000	0.52
Paul Fielding	126,954	0.44
Solaia Holdings Pty Limited	125,000	0.43
Gauntlet Computing Pty Ltd <Superannuation Fund Account>	101,000	0.35
Michael Scott Crosbie <Cardiff Willows Family A/C>	91,970	0.32
Dr Kevin O'Flaherty & Mrs Mary O'Flaherty <21st Futures P/L S/F A/C>	88,500	0.31
Shriji International Pty Ltd	84,750	0.29
Ross Ernest Barker	83,500	0.29
Carey Enterprises Pty Ltd	80,375	0.28
Beconwood Securities Pty Ltd <No 3 A/C>	75,000	0.26
Forty Eighth Macorp Nominees Pty Ltd	70,500	0.24
Marie Scodella and Associates Pty Ltd <Super Fund A/C>	70,000	0.24
Fawkner Capital Management Pty Ltd <Roger Harley Super Fund A/C>	70,000	0.24
<b>Total</b>	<b><u>25,810,591</u></b>	<b><u>89.06</u></b>
<b>Total quoted securities</b>	<b><u>28,982,994</u></b>	<b><u>100.00</u></b>

# Shareholders' Statement

*As at 31st July 2001*

## Register of Substantial Holders

The names of the substantial holders in the company and the number of equity securities in which each has a relevant interest, as disclosed to the company in substantial holding notices are as follows

Holder	Number of Ordinary Shares	Number of Options
Commonwealth Bank of Australia	1,800,000	-
Gerard Francis Tuddenham and his associates (excluding his beneficial interest in the CPT Trust) <sup>1</sup> .	359,500	550,000
Peter Gerald Corrigan and his associates (excluding his beneficial interest in the CPT Trust) <sup>2</sup> .	166,000	550,000
Michael Augello and his associates (excluding his beneficial interest in the CPT Trust) <sup>3</sup> .	21,500	-
GNP Nominees Pty Ltd as trustee for the CPT Trust	20,627,542	-

<sup>1</sup> Gerard Francis Tuddenham and his associates also hold a 54.4% beneficial interest in the CPT Trust

<sup>2</sup> Peter Gerald Corrigan and his associates also hold a 22.7% beneficial interest in the CPT Trust

<sup>3</sup> Michael Augello and his associates also hold a 9.1% beneficial interest in the CPT Trust

Messrs Tuddenham and Corrigan (and certain of their related parties) have entered into an arrangement pursuant to which each has an option to acquire the other's shareholding in the Company and trust interest in the CPT Trust (which is the major shareholder in the Company) should the other decide to sell or should Tuddenham or Corrigan cease to remain a director of the Company in certain defined circumstances.

# Shareholders' Statement

*As at 31st July 2001*

## Unquoted Securities

Type of security	Number on issue	Number of holders
Ordinary shares	4,492,006	126
<b>Options on issue in respect of ordinary shares</b>		
Options on issue under CPT Incentive plan	6,100,000	7

### Company Secretary

Michael Tanner

### Registered Office

Level 1, 4 Riverside Quay  
Southbank, Vic. 3006  
Telephone: + 61 3 9690 3911  
Facsimile: + 61 3 9690 3206

### Principal places of business

#### Australia

Level 1, 4 Riverside Quay  
Southbank, Vic. 3006  
Telephone: + 61 3 9690 3911  
Facsimile: +61 3 9690 3206

Level 67, MLC Centre, Martin Place,  
Sydney, NSW. 2000  
Telephone: +61 2 9230 7007  
Facsimile: +61 2 9230 7005

#### United Kingdom

CPT Global Ltd.  
148 Leadenhall Street,  
London, EC3V 4QT United Kingdom  
Telephone: + 44 20 7743 8810  
Facsimile: + 44 20 7743 8811

### Location of Share Registry

Computershare Investor Services Pty Limited  
Level 12, 565 Bourke Street  
Melbourne, Vic. 3000  
Telephone: 1300 850 505  
Facsimile: + 61 3 9611 5710

### Auditors

Moore Stephens HF,  
14th Floor, 607 Bourke Street,  
Melbourne, Vic. 3000

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**CPT GLOBAL LIMITED**

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