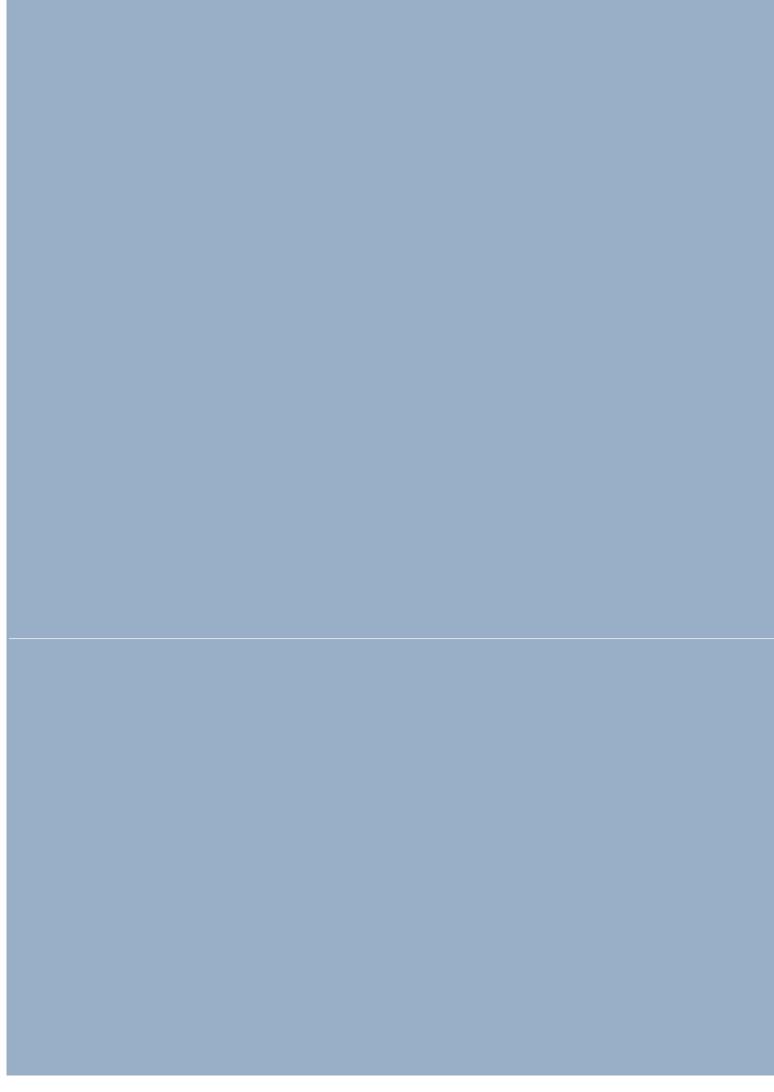


CMI Limited Annual Report 2010



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# **ANNUAL GENERAL MEETING**

The Annual General Meeting of CMI Limited will be held at the Brisbane Riverview Hotel, cnr Kingsford-Smith Drive and Hunt Street, Hamilton on Friday, 19 November 2010 at 10.00 am.

The business of the meeting is outlined in the formal Notice and Proxy Form that is enclosed with this report.

# FINANCIAL CALENDAR

Financial year end ASX announcement of results and dividend Annual General Meeting 30 June 2010 25 August 2010 19 November 2010

# **CMI**

# CMI Limited's continuing operations comprise the CMI Electrical Products division and the TJM Products division

# • CMI Electrical Products

- This division specialises in the manufacture of specialty electrical cables, sourcing and supply of niche electrical cables, high voltage cables, flexible cables and plugs and couplers.
- Business units include: Aflex Cables, Hartland Cables, XLPE Cables, Minto Industrial Products and a cable assembly unit.
- Each of the five Electrical Components business units focuses on one or two industry sectors and the cumulative reach of the division's product range now extends across mining, industrial and construction.
- Market penetration is achieved through seven distribution outlets, five that are run by the company in Sydney, Brisbane, Rockhampton, Melbourne and Perth and two distributors located in New Zealand and Adelaide.

# TJM Products

- This division specialises in designing, manufacturing, wholesaling and retailing of vehicle accessories for the 4WD, SUV & Trade markets.
- Primary products include bull bars, winches, recovery gear, snorkels, canopies & suspension.
- Market penetration is achieved through approximately forty TJM branded aftermarket retail distribution stores throughout Australia, product supply to major original equipment manufacturers such as Nissan and direct export to a distribution network covering most continents.

During the 2010 financial year, CMI Limited successfully divested the remaining 49% of its finance division, Capitalcorp Finance & Leasing Pty Ltd.

# Chairman's Review

This last year has continued to be difficult. The collapse in Australian and global financial markets has in the previous year continued to impact confidence in many sectors of the economy. Most recently, the political debate over the proposed mining tax caused some hesitation in both maintaince and capital expenditure in the mining sector. CMI Electrical was impacted to some extent as a result. Similarly, slower motor vehicle sales have had some impact on TJM.

These issues have resulted in a decline in revenue and net profit from continuing operations for the group compared to the prior year. An improvement to the loss position compared to the prior year can be attributed to proceeds from the divestment of the remaining 49% shareholding in the finance division.

For the coming year the focus of the company will be to improve revenue, whilst maintaining margins, and to develop the supply chain further ensuring quality control is maintained.

CMI Electrical is re-gaining some of the revenue lost during the previous periods although margins are not yet at previous levels.

TJM has continued to develop manufacturing operation and product sourcing in Asia. This has been a longer process than anticipated, particularly in ensuring quality control and the establishment of new designs. International markets are now being explored and developed. However, domestic operations have been significantly impacted by the fire that largely destroyed the operations base in Brisbane. While the event was fully insured, there have been significant issues with supply chain and inventory level maintenance. TJM expects to relocate back into the rebuilt premises before the end of 2010.

During the year, the Company has continued to monitor the value of the \$16.5 million loan receivable resulting from the sale of the engineering business. As a result, and as already announced, the Company has decided to write-down the carrying value of the loan to \$8.5 million.

Finally, I would like to thank our employees for their efforts on behalf of the company in what has been a challenging year.

Colin Ryan AM

Chin 6. Ky

Chairman

# **CMI Operational Review**

# CMI Electrical Products 2010

The Electrical Division produced a pre-tax profit of \$10.9m, a decrease of \$1.0m on the 2009 year. Revenue decreased to 45.6m, 7% (or 3.5m) down on last year.

The first six months were still impacted by the affects of the global economic crisis. The second six months saw a recovery in the mining sector which reflected in sales and margin. The division's cable sector remained through the whole financial year highly competitive.

Market penetration is achieved through seven distribution outlets, five that are run by the company in Sydney, Brisbane, Rockhampton, Melbourne and Perth and two distributors located in New Zealand and Adelaide.

CMI Electrical comprises a number of well known product brands which include the following:

- Hartland Cables
- Minto Industrial Products
- XLPE Cables
- Aflex Cables

In the 2011 year CMI Electrical proposes to focus on the following:

- · Increasing the revenue and margins
- Continuation of the introduction of new products to the market

# TJM Products 2010

The TJM Products division (excluding intercompany eliminations) produced a pre-tax loss of \$1.4m. Revenue increased to \$36.2m, 4% (or \$1.3m) up on last year. The increase in revenue includes \$4.0m insurance recoveries relating to a fire event in October 2009. The performance of the division was impacted by the continued effects of the global economic crisis, soft trading with Original Equipment manufacturers and the negative effects on efficiency and productivity, both in inventory management and production, caused by the fire event in October 2009.

## **Market Distribution**

Market distribution is achieved through approximately forty TJM branded and six non-branded aftermarket retail distribution stores throughout Australia, product supply to original equipment manufacturers such as Nissan and direct export to a distribution network covering most continents.

# **Manufacturing & Product Sourcing**

The migration to offshore manufacturing for core product lines during 2010 has been successful although some issues have been faced during the year with design migration, quality control, supply capacity and time-to-market.

# Directors and Senior Management

# Colin Ryan AM

Chairman

Colin Ryan joined the board on 28 February 2007 as the non-executive chairman and an independent director. Colin is currently Chairman of the Royal Children's Hospital Foundation, Director of Softlink International Ltd and former Chairman of the Brisbane Airport Corporation Ltd and former Deputy Chairman of Port of Brisbane.

Colin is the former Queensland managing partner of Arthur Andersen. He holds bachelor degrees in Commerce and Law, is a Fellow of the Institute of Chartered Accountants and a Fellow of the Australian Institute of Company Directors. Colin was awarded the Order of Australia in 2004 for his services to children's health and in 2008 was appointed an Honorary Professor in the School of Medicine at University of Queensland.

# **Raymond Catelan**

Managing Director

Ray Catelan joined the board as a director on 18 May 2007 and as Managing Director on 3 July 2007. Ray has extensive commercial and management experience both in public and private company environments including more than 12 years in the IT industry. Ray founded RP Data in 1991 and was the Managing Director. RP Data was listed on the Australian Stock Exchange in December 2006.

## **Danny Herceg**

Non-Executive Director

Danny Herceg joined the board on 9 March 2007 as an independent director. Danny is a senior corporate and commercial lawyer with a specialisation in capital raisings, mergers and acquisitions, privatisations, restructurings and venture capital. Danny commenced practice in 1990 after completing degrees in science and law. He was a capital raisings partner of Gilbert + Tobin before establishing Herceg Lawyers in 2002. In addition to Danny's capital raisings expertise, Danny advises on various commercial and corporate law issues, including prospectus issues, corporate governance and employee share and option plans, as well as joint ventures and non-equity funding.

### **Richard Catelan**

Chief Operating Officer – CMI Limited General Manager – TJM Products Division

Based in Brisbane, Richard has extensive experience with implementation of corporate management systems, sales management, marketing, customer service and information technology.

Richard is the nephew of the current CMI Limited Managing Director, Ray Catelan, and has worked closely with the current Managing Director between 1994 and 2004 where he held positions as New South Wales State Manager ultimately rising to General Manager of RP Data Ltd which has given him extensive experience in information technology.

Richard joined the CMI group in 2008 at TJM in the sales division, and later as General Manager, and was appointed a Director of CMI Limited in June 2008.

# **Sharyn Williams**

Chief Financial Officer/Company Secretary – CMI Limited

Sharyn joined CMI Limited in July 2007 and was appointed Company Secretary and Chief Financial Officer in April 2008. Sharyn has extensive experience in business management consulting and prior to joining CMI Limited Sharyn was employed with RP Data Ltd. Sharyn holds a Bachelor of Business from the Queensland University of Technology.

# **Jeff Heslington**

General Manager – Electrical Components Division

Jeff Heslington joined CMI's Hartland Cables business in 1999. Since then he has focused on strengthening the Electrical Components Division's product range, including new design development.

Jeff, who is based in Sydney, was appointed General Manager of the Electrical Components Division in 2002. He has over 20 years experience in the electrical industry having worked for a range of companies including MM Cables where he was heavily involved in exports and government contracts.

# **CMI** Locations

# **CMI Limited - Head Office**

150 Robinson Road Geebung QLD 4034 T: 07 3865 9969 F: 07 3865 3677 E: corporate@cmilimited.com.au

# TJM Products Pty Ltd - Head Office

150 Robinson Road Geebung QLD 4034 T: 07 3865 9999 F: 07 3865 9922

Email: info@tjmproducts.com.au

# **CMI Electrical Products - Head Office**

18-20 Railway Road Meadowbank NSW 2114 T: 02 9807 6155 F: 02 9808 2033 Email: nswsales@cmielectrical.com.au

# **QLD** - Brisbane

57 Yarraman Place Virginia QLD 4014 T: 07 3865 4745 F: 07 3865 7494

Email: southqlds ales @cmielectrical.com. au

# **QLD** - Rockhampton

76 Hollingsworth Street North Rockhampton QLD 4701 T: 07 4921 0978 F: 07 4921 0981 Email: northqldsales@cmielectrical.com.au

## VIC - Melbourne

3-5 Dissik Street Cheltenham VIC 3189 T: 03 9532 1233 F: 03 9553 3502

Email: vicsales@cmielectrical.com. au

# WA - Perth

7 Rothschild Place Midvale WA 6056 T: 08 9250 5933 F: 08 9250 5722

Email: wasales@cmielectrical.com.au

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# Corporate Governance Statement

The Board of Directors ("Board") is responsible for the corporate governance practices of the Company. Following the release of the Principles of Good Corporate Governance and Best Practice Recommendations by the ASX Corporate Governance Council, the Board formalised a Corporate Governance Charter in 2004. The summary of the Corporate Governance Charter is available on the Company's website (www.cmilimited.com.au). The ASX Corporate Governance Council updated the Principles and Recommendations in 2007.

The following statement sets out the main corporate governance practices adopted by the Board and discloses any instances of non-compliance with, and reasons for not adopting, the best practice recommendations of the ASX Corporate Governance Council.

# **Lay Solid Foundations for Management and Oversight**

The Board is responsible for, and has the authority to determine, all matters relating to the running of the Company including the policies, practices, management, operations and objectives of the Company. It is the role of management to manage the Company in accordance with the directions of the Board. The functions reserved to the Board, and those delegated to management, are disclosed in the Corporate Governance Charter.

Each year the Board, with the assistance of the Managing Director, and the Remuneration Committee, undertakes a review of the performance of senior executives. The measures generally relate to the performance of CMI Limited, the performance of the executive's divisions, and the performance of the executive individually. Further details of the assessment criteria for senior executive remuneration (including equity-based share plans) are disclosed in the Remuneration Report.

# Structure the Board to Add Value

As at the date of this statement, the Board comprises four directors - two executive and two non-executives. Details of the directors, including their skills, expertise, length of service and independence, are set out in the Directors' Report.

An independent director is one who is free from any interest and any business or other relationship which could, or could reasonably be perceived to materially interfere with the director's ability to act with a view to the best interests of the company. The board does not consider that independence can be assessed with reference to an arbitrary and set period of time.

In accordance with the definition of independence above, the following directors of CMI Limited are considered to be independent:

Name	Position
Colin Ryan, AM	Chairman, Non-executive director
Danny Herceg	Non-executive director

The Board acknowledges the ASX Corporate Governance Council recommendation that the board should consist of a majority of independent directors, however, the Board is of a view that the specialised knowledge of the operations and industry possessed by the current directors outweighs the potential loss of existing expertise through a change to the board structure.

Additionally, the cost of an additional independent director to provide the majority is not seen by the current Board as warranted.

The Company complies with the ASX Corporate Governance Council recommendation of having different people in the roles of Chairman and Managing Director. The Chairman is also an independent director.

With the prior approval of the Board, each director has the right to seek independent legal and other professional advice at the Company's expense concerning any aspect of the Company's operations or undertakings in order to fulfil his duties and responsibilities.

The Board established an Audit Committee in 1994 and a Remuneration Committee in 1998. Each has had a formal charter since that time. A summary of the charters is available on the Company's website.

The Board performs the duties of the Nomination Committee. There is no established formal Nomination Committee. Due to the small number of directors it is unlikely that the company would obtain additional benefits from a formal committee structure.

The Group has an informal process to educate new Directors about the nature of the business, current issues, the Group strategy and the expectations of the performance of Directors. Executive management presents to the Board on a regular basis to enable the Directors to gain a better understanding of the business operations. The performance of all other Directors and of Committees is reviewed and assessed each year by the Chairman. The performance of the Chairman is reviewed and assessed each year by the other Directors.

# **Promote Ethical and Responsible Decision Making**

It is part of the philosophy of the Company that it will at all times comply with the law and behave ethically.

The Company has a Code of Ethics to guide directors, the Managing Director, and other executives as to the practices necessary to maintain confidence in the Company's integrity, and the responsibility and accountability of individuals for reporting and investigating reports of unethical practices.

The directors and employees must be aware of, and comply with the provisions of, the Corporations Act 2001 in relation to insider trading. The Company has Security Transaction Rules that set out the policy of the Company on dealing in shares and securities by directors and employees. These are formally acknowledged by all directors and relevant employees of the Company.

The Code of Ethics and the Security Transaction Rules form part of the Corporate Governance Charter available on the Company's website.

# Corporate Governance Statement

## Safeguard Integrity in Financial Reporting

The Managing Director and Chief Financial Officer verify in writing to the Board and to the Auditors that the financial reports of the Company present a true and fair view, in all material respects, of the Company's financial condition and operational results, and are drawn up in accordance with relevant Accounting Standards.

The Audit Committee consists of two executive directors and two independent non-executive directors. The Chairman of the Audit Committee is an independent director. The Board acknowledges the ASX Corporate Governance Council recommendation that the Audit Committee should consist of at least three members, all of whom are non-executive directors. Consideration has been given as to how and when this can be achieved, however the Board is currently of the view that this would require the appointment of an additional director which would be an unnecessary cost to the Company and the shareholders.

The Committee's responsibility is to independently verify and safeguard the integrity of the Company's financial reporting and oversee the independence of the external auditors. Details of the names and qualifications of the members of the Audit Committee, and their attendance at meetings, are disclosed in the Directors' Report.

A formal charter which outlines the audit committee's role, responsibilities, composition, structure and membership requirements and a summary of its main provision has been published on the Company's website.

# **Make Timely and Balanced Disclosures**

The Board complies with the continuous disclosure obligations of the Australian Securities Exchange ("ASX") and, in so doing, immediately notifies the market by disclosing any information in relation to the business of the Company that a reasonable person would expect to have a material effect on, or lead to a substantial movement in, the price or value of the Company's shares.

The Company Secretary is responsible for communications with the ASX including responsibility for ensuring compliance with the continuous disclosure requirements in the ASX Listing Rules and overseeing information released to the ASX and shareholders.

The Board has adopted the CMI Market Disclosure Policy, which sets out the key obligations of the Board and senior management to ensure that CMI complies with its disclosure obligations under the ASX Listing Rules and the Corporations Act 2001 (Cth). A copy of the CMI Market Disclosure Policy is available on the Company's website.

# **Respect the Rights of Shareholders**

In addition to market disclosure, the Company has a policy to ensure shareholders are able to gain access to information about the Company.

The principal communication with shareholders is through the provision of the Annual Report and Financial Statements, through the interim reports and at the Annual General Meeting. Shareholders are encouraged to participate at general meetings. There is also the Company's website, which includes major briefings and announcements, the Corporate Governance Charter, other policies and committee charters and terms of reference.

The Board of Directors requests that the Company's external auditor attends all Annual General Meetings and be available to answer shareholders' questions about the conduct of the audit and the preparation and content of the auditor's report thereon.

The Company has developed a Code of Conduct to guide compliance with legal and other obligations of shareholders. This Code of Conduct is available on the Company's website.

# **Recognise and Manage Risk**

The Board is responsible for ensuring that risks and also opportunities are identified on a timely basis and that the Group's activities are aligned with the risks and opportunities identified by the Board. This Board is supported by Executive Officers who are tasked with managing the risk management system and its ongoing maintenance and managing OH&S processes. The Board is responsible for approving and reviewing the CMI group risk management strategy and policy. The CMI Risk Management Policy outlines the policies relating to the oversight and management of material business risk and is available on the Company's website.

The Board recognises that the management of risk is an integral part of the management process and adheres to the general principles of Standards Australia Risk Management Standard 4360:1999. Management is required to design, implement and review the Company's risk management and internal control system. As part of reporting requirements to the Board, each business division is required to report as to the effectiveness of the company's management of its material business risks. The Board proactively determines strategy and actions required to address unacceptable risks to the Company.

The Board has received written assurance from the Managing Director and the Chief Financial Officer that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.

The Board also has a number of other mechanisms in place to ensure that management's objectives and activities are aligned with the risks identified by the Board. These mechanisms include strategic plans and budgets which are monitored by the Board.

# **Remunerate Fairly and Responsibly**

In accordance with its charter, the Remuneration Committee supports and advises the Board on appropriate remuneration policies, designed to meet the needs of the Company and enhance corporate and individual performance, as well as to attract and retain competent new talent.

It is responsible for reviewing and recommending salary package arrangements for the Managing Director, senior executives and directors, having regard to the performance of the Company and the individuals. Details of the names and qualifications of the members of the Remuneration

# Corporate Governance Statement

Committee, and their attendance at meetings during the financial year, are disclosed in the Directors' Report.

In recommending remuneration levels for the Managing Director, senior executives and directors, the committee considers several factors. The Company believes that it is imperative that these levels are commensurate with current market trends in relevant businesses, so as to ensure that high calibre employees and directors are attracted to and retained by the Company.

Remuneration packages usually include bonus and option elements, thus providing maximum benefits to both the Company and its shareholders. Details of directors' and senior executives' remuneration are disclosed in the Directors' Report.

In accordance with the Company's Constitution, the total remuneration payable to non-executive directors is not to exceed \$390,000 per annum as approved by the shareholders at a general meeting.

The policy on bonuses for the Managing Director and senior executives takes into account both quantitative and qualitative measures and, while profit performance is a key factor, revenue, market share, production hours, customer satisfaction and achievement of strategic objectives are considered, as well as the individual's performance. Payment is always at the discretion of the Board, which takes into account the Company's overall financial and strategic performance.

The Company operates the CMI Employee Incentive Scheme, approved by the shareholders in accordance with the requirements of the ASX. This policy is available on the Company's website and sets out all restrictions and benefits applicable to the issue of equity securities to employees. There are restrictions on the exercise of options so that no more than 20% of awarded options to an employee can be exercised for each year of employment, up to five years, when the restrictions no longer apply. Options which issue are 'vested'. Hence, there is no Company policy associated with employee transactions in unvested options. The intention of the Scheme is to assist in the attraction and retention of employees and executives. The Board will determine in its absolute discretion the eligibility and the number of options to be offered, having regard to length of service, contribution, and potential contribution to the Company. Further detail is contained in the Directors' Report and the Financial Statements.

The Managing Director is a key member of the Board and the key employee of the Company. An Operating Report is provided monthly to each of the directors. The report keeps them informed of the Company's activities and performance.

The Remuneration Committee undertakes a detailed evaluation of the Managing Director's performance on an annual basis. This evaluation utilises both quantitative and qualitative measures, and is judged against approved plans.

In addition, the Remuneration Committee, in conjunction with the Managing Director, reviews in a similar manner the performance of the senior executives of the Company who report directly to the Managing Director.

The results of these evaluations are tabled to the Board as part of the Remuneration Committee's report. At this meeting, the Board and Managing Director discuss and agree goals (both quantitative and qualitative) for the coming year.

The directors of CMI Limited submit herewith the annual financial report for the financial year ended 30 June 2010. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

The name and particulars of the directors of the company during or since the end of the financial year are:

Name	Particulars
Colin G. Ryan	Chairman and Non-Executive Director – Appointed 28 February 2007
	Mr Ryan, AM, BCom, LLB, FCA, FAICD, is a former Queensland managing partner of an international chartered accounting firm. He is former Chairman of the Brisbane Airport Corporation Ltd, Chairman of the Royal Children's Hospital Foundation, Director of Softlink International Ltd and former Deputy Chairman of Port of Brisbane. Mr Ryan was awarded the Order of Australia in 2004 for his services to children's health and in 2008 was appointed an Honorary Professor in the School of Medicine at University of Queensland.
	During the financial year he attended 11 of the 11 directors' meetings held, 4 of the 4 audit committee meetings and 1 of 1 remuneration committee meetings held.
Danny Herceg	Non-Executive Director – Appointed 9 March 2007
	Mr Herceg is a senior corporate and commercial lawyer with a particular specialisation in capital raisings, mergers and acquisitions, privatisations, restructurings and venture capital. In the prior 3 years Danny was a former director of Superwoman Group Limited (17 May 2010 to 9 August 2010), Bigair Group Limited (27 July 2007 to 18 July 2008) and Bluefreeway Limited (29 January 2008 to 30 May 2008).
	During the financial year he attended 11 of the 11 directors' meetings held, 4 of the 4 audit committee meetings and 1 of 1 remuneration committee meetings held.
Raymond D. Catelan	Managing Director - Appointed 3 July 2007; Director - Appointed 18 May 2007
	Mr Catelan has extensive commercial and management experience both in the public and private company environments, particularly in the provision of property and equipment related information services. In the prior 3 years Raymond was a former director of Bigair Group Limited (27 July 2007 to 9 January 2008).
	During the financial year he attended 11 of the 11 directors' meetings held, 4 of the 4 audit committee meetings and 1 of 1 remuneration committee meetings held.
Richard D. Catelan	Executive Director – Appointed 11 June 2008
	Mr Catelan has extensive commercial and management experience both in the public and private company environments, particularly in the provision of property and equipment related information services.
	During the financial year he attended 10 of the 11 directors' meetings held, 4 of the 4 audit committee meetings and 1 of 1 remuneration committee meetings held.

The above named directors held office during the entire financial year and since the end of the financial year.

The directors do not currently hold any other listed company directorships.

Details of directors' shareholdings as at the date of this report:

Name	Fully Paid Ordinary Shares	Partly Paid Ordinary Shares	Fully Paid Class A Shares	Executive Share Options
Raymond D. Catelan as:				
RP Prospects Pty Limited as trustee for the M & L Trust	12,420,484	-	ı	-
RD Catelan Investments Pty Ltd as trustee for the RDC Trust	-	-	2,271,647	-
Richard D. Catelan as:				
Assetylene Pty Ltd as trustee for Richard Catelan Family Trust	851,632	-	-	-
Colin G. Ryan	-	-	-	300,000
Danny Herceg	500,000	-	-	300,000

### **COMPANY SECRETARY**

Sharyn R. Williams Joined CMI Limited in July 2007 and was appointed Company Secretary and Chief Financial Officer in

April 2008. Prior to joining CMI Limited Sharyn was employed with RP Data Ltd. She holds a Bachelor

of Business from the Queensland University of Technology.

### PRINCIPAL ACTIVITIES

The consolidated entity's principal activities in the course of the financial year were the manufacture and marketing of components and parts for 4WD, light commercial and heavy transport vehicles and the manufacture and marketing of specialist cabling and electrical products for a range of industry sectors.

# **REVIEW OF OPERATIONS**

Consolidated revenue for the year from continuing operations was \$83,984 and discontinuing operations was \$423 thousand (2009: continuing \$87,886 thousand, discontinued \$7,592 thousand). The consolidated entity's profit before tax was \$1,592 thousand (2009 loss: \$4,192 thousand) and the loss after tax was \$449 thousand (2009 loss: \$1,479 thousand).

Refer to the Chairman's Review and the Operational Review for more details.

# **CHANGES IN STATE OF AFFAIRS**

During the year CMI Limited sold the remaining 49% holding in the shares of Capitalcorp Finance & Leasing Pty Ltd for \$300 thousand. At 30 June 2009 CMI Limited was a party to a deed of cross-guarantee with this former subsidiary pursuant to ASIC Class Order 98/1418. This cross-guarantee expired 19 August 2009.

On 31 July 2009 the company announced a proposal to undertake a selective capital reduction which would have resulted in the buy-back of all 28,005,311 of its Class A shares. CMI intended to pay \$0.63 per Class A share funded by bank debt. This proposal required approval by separate special resolutions passed by the ordinary shareholders and Class A shareholders of CMI Limited. The resolution at the Class A meeting was not passed, therefore the proposed selective capital reduction of Class A shares did not proceed.

# **FUTURE DEVELOPMENTS**

Disclosure of information regarding likely developments in the operations of the consolidated entity in future financial years and the expected results of those operations is likely to result in unreasonable prejudice to the consolidated entity. Accordingly, this information has not been included in this report.

# **SUBSEQUENT EVENTS**

There has not been any other matter or circumstance, in the financial statements or notes thereto, that has arisen since the end of the financial year, that has significantly affected, or may significantly affect, the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

# **ENVIRONMENTAL REGULATIONS**

The consolidated entity's operations are subject to various environmental regulations governed by State, Federal and Local legislation. The impact on the business is regularly reviewed to ensure it complies with and exhibits best practice within the following areas of environmental regulation: air, water, noise, hazardous chemicals and contaminated land waste.

Appropriate licenses have been obtained where necessary and procedures implemented to ensure that the consolidated entity operates under the conditions imposed by the license or regulation. During the year, no areas of non-compliance were identified.

# **INDEMNIFICATION OF OFFICERS AND AUDITORS**

During the financial year, the company paid a premium in respect of a contract insuring the directors of the company (as named above), the company secretary and all executive officers of the company and of any related body corporate against a liability incurred as such a director, secretary or executive officer to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

The company has not otherwise, during or since the financial year, indemnified or agreed to indemnify an officer or auditor of the company or of any related body corporate against a liability incurred as such an officer or auditor.

# REMUNERATION REPORT (Audited)

The remuneration report is set out under the following main headings:

- A Principles used to determine the nature and amount of remuneration
- B Service agreements
- C Details of remuneration
- D Share-based compensation
- E Performance history
- F Dividends
- G Share Price

# A Principles Used to Determine the Nature and Amount of Remuneration

This remuneration report for the year ended 30 June 2010 outlines the remuneration arrangements of the Group in accordance with the requirements of the *Corporations Act 2001* (the Act) and its regulations. This information has been audited as required by section 308(3C) of the Act.

The remuneration report details the remuneration arrangements for key management personnel (KMP) who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the parent company, and includes the four executives in the Parent and the Group receiving the highest remuneration.

For the purposes of this report, the term "executive" includes the Chief Executive Officer (CEO), executive directors, senior executives, general managers and secretaries of the Parent and the Group and the term "director" refers to non-executive directors only.

The remuneration committee reviews the remuneration packages of all directors and executives on an annual basis and makes recommendations to the board. Remuneration packages are reviewed and determined with due regard to current market rates and are benchmarked against comparable industry salaries, adjusted by a performance factor to reflect changes in the performance of the company.

The objective of the company's remuneration reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns reward with achievement of strategic and financial objectives and the creation of wealth for shareholders.

In order to retain and attract executives of sufficient calibre to facilitate the efficient and effective management of the company's operations, the remuneration committee seeks the advice of external advisers in connection with the structure of remuneration packages.

The overall level of executive reward takes into account the performance of the consolidated entity over a number of years. Over the past five years, the consolidated entity's profit from ordinary activities after income tax (but prior to the impairment loss) has reduced by 31.4%, and total equity has reduced by 39.9%. During the same period, directors and executives remuneration (included in part C below) have reduced by 43.6%. Refer to the review of Operations in the Directors Report for more details.

In accordance with the company's constitution, the total remuneration payable to non-executive directors is not to exceed \$390,000 per annum as approved by the shareholders at a general meeting.

Remuneration packages contain the following key elements:

- a) Short-term employee benefits salary/fees, bonuses and non monetary benefits including the provision of motor vehicles, accommodation and interest not charged on loans provided by the company;
- b) Post-employment benefits including superannuation;
- c) Share-based payment shares issued during the financial year and share options granted under the director and employee share option plans approved by shareholders on 23 August 1999; and
- d) Long-term benefits including long service leave and retirement benefits.

Short-term employee benefits – directors and key management personnel listed in part C below are offered a competitive remuneration that comprises the components of base pay and benefits. Base pay for executives is reviewed annually to ensure the executive's pay is competitive with the market. An executive's pay is also reviewed on promotion. Specific key management personnel are paid cash bonuses based on performance criteria set at the beginning of the financial year. The performance criteria used to determine the amount of compensation consist of a number of key performance indicators covering both financial and non-financial measures of performance. Typically included measures include revenue, net profit before tax, inventory targets, quality assurance and leadership. These measures were chosen as they represent the key drivers for the short-term success of the business and provide a framework for delivering long term value.

In the 2010 financial year, Raymond Catelan, Jeff Heslington, Richard Catelan and Sharyn Williams received performance-related bonuses totalling \$292 thousand calculated on achieving budgeted financial and performance related targets in the 2010 financial year.

In the 2009 financial year, Jeff Heslington, Richard Catelan, Neil Saxon and Sharyn Williams received performance-related bonuses totalling \$102 thousand calculated on achieving budgeted financial targets in the 2009 financial year.

Other benefits – executives receive benefits including long service leave and superannuation as required by the laws in the various jurisdictions in which the company operates. In certain circumstances, additional benefits (e.g. travel, car parking and accommodation) may also be provided.

Equity – further details of the employee incentive scheme are disclosed in note 23 to the financial statements.

# **B** Service Agreements

Directors and executives are employed through contracts for service which contain the following key conditions:

- Reviewed annually on or about 1 September;
- Require a one to six month notice period and have no minimum contract term; and
- If employment is terminated by the company before the term of the contract expires, the specified director or executive is
  entitled to a termination payment based on the remaining contract period.

# C Details of Remuneration

The directors of the company and the consolidated entity are detailed below as are the four key management personnel who received the highest remuneration for the year ended 30 June 2010:

## **Directors**

C.G. Ryan (appointed 28 February 2007)

D. Herceg (appointed 9 March 2007)

Raymond D. Catelan (appointed 18 May 2007)

Richard D. Catelan (appointed 11 June 2008)

# The key management personnel of the Group during the year were:

Raymond D. Catelan (Managing Director)

Richard D. Catelan (General Manager – TJM Products Division)

J.L. Heslington (General Manager - Electrical Components Division)

S.R. Williams (Chief Financial Officer/Company Secretary)

# The key management personnel of the group during the prior year were:

Raymond D. Catelan (Managing Director)

Richard D. Catelan (General Manager - TJM Products Division), appointed 14 November 2008

J.L. Heslington (General Manager – Electrical Components Division)

S.R. Williams (Chief Financial Officer/Company Secretary)

J. Bradford (General Manager - Finance Division), transferred with business sale 30 November 2008

N. Saxon (General Manager – TJM Products Division), resigned 14 November 2008

I.C. Whittle (Managing Director - Capitalcorp Finance & Leasing Pty Ltd), resigned 4 August 2008

The aggregate compensation of the key management personnel of the consolidated entity is set out below:

	CONSOL	.IDATED
	2010 \$	2009 \$
Short-term employee benefits	1,454,016	1,395,198
Post-employment benefits	128,325	280,855
Other long-term benefits	-	-
Termination benefits	-	-
Share-based payment	-	-
	1,582,341	1,676,053

The following tables disclose the remuneration of the directors and four (2009: five) highest remunerated executives of the consolidated entity.

	Short-term Employee Benefits				Long-term Benefits				Short- term			
2010	Salary/ Fees \$	Bonus*	Non- monetary	Other	Super- annuation \$	Other \$	Long Service Leave \$	Shares	Options \$	Total \$	bonuses as % of maximum available	Perfor- mance related
C.G. Ryan	109,000	-	-	-	-	-	-	-	-	109,000	-	-
D. Herceg	60,000	-	-	-	5,400	-	-	-	-	65,400	-	-
Raymond D. Catelan	300,000	99,996	-	-	34,200	-	4,996	-	-	439,192	42%	11%
Richard D. Catelan	250,000	62,497	-	-	25,875	-	4,163	-	-	342,535	42%	18%
S.R. Williams	128,440	71,425	-	-	16,138	-	2,139	-	-	218,142	100%	24%
J.L. Heslington	300,000	57,658	15,000	-	30,418	-	4,996	-	-	408,072	37%	11%
Total	1,147,440	291,576	15,000	-	112,031	-	16,294	-	-	1,582,341	47%	13%

<sup>\*</sup> Bonus amount includes \$83,306 relating to 2009 year bonuses paid during 2010 year

	Short-	term Empl	oyee Benefi	its	Post-Emp Bene		Long-term Benefits		e-based ment		Short- term	
2009	Salary/ Fees \$	Bonus \$	Non- monetary	Other	Super- annuation \$	Other \$	Long Service Leave \$	Shares \$	Options \$	Total \$	bonuses as % of maximum available	Perfor- mance related
C.G. Ryan	109,000	-	-	-	-	-	-	-	-	109,000	-	-
D. Herceg	60,000	-	-	-	5,400	-	-	-	-	65,400	-	-
Raymond D. Catelan	300,000	-	-	-	27,000	-	4,996	-	-	331,996	42%	15%
Richard D. Catelan	216,041	28,125	-	-	21,975	-	4,163	-	-	270,304	19%	11%
S.R. Williams	128,440	30,825	-	-	14,334	-	2,139	-	-	175,738	100%	30%
J.L. Heslington	300,000	38,302	15,000	-	30,447	-	4,996	-	-	388,745	43%	13%
N. Saxon*	93,593	4,718	-	-	7,294	-	1,213	-	-	106,818	6%	4%
I. Whittle***	25,000	-	-	-	-	150,000	-	-	-	175,000	-	-
J. Bradford**	46,154	-	-	-	6,898	-	-	-	-	53,052	-	-
Total	1,278,228	101,970	15,000	-	113,348	150,000	17,507	-	-	1,676,053	36%	11%

<sup>\*</sup> Compensation relates to 5 month period as employment ceased

# D Share-based Compensation

The Remuneration Committee makes recommendations to the Board regarding the granting of options to directors and executives as part of their remuneration package based on the company's performance and as an incentive to improve the performance of the company. Options issued to directors require approval by a general meeting of shareholders. Options issued to executives are in accordance with the company's employee incentive scheme.

# **Share Options Granted to Key Management Personnel**

No share options were granted during the year. On 16 April 2008, 600,000 Director share options were issued and are able to be exercised immediately. The options can be exercised at any time in the 5 years after the date of their issue. All options carry no voting rights and do not entitle the holder to dividends. The fair value of the options at grant date was \$0.27 per option.

<sup>\*\*</sup> Compensation relates to 2 month period as employment ceased

<sup>\*\*\*</sup> Compensation relates to 5 month period as business no longer a controlled entity

# **Share Options Exercised During the Year**

No share options were exercised during the year.

# **Share Options Lapsed During the Year**

Nil share options lapsed during the financial year and 10,000 share options lapsed during the prior financial year.

# The Percentage of Remuneration Consisting of Options During the Year

The percentage of remuneration consisting of options for directors and for the four highest remunerated executives during the year was 0% (2009: 0%).

# Share Options on Issue to Directors and the Highest Remunerated Executives

The following options were on issue at year end:

Individual	Issuing Entity	Number of Shares Under Option	Class of Share	Exercise Price	Expiry Date of Options	% Remuneration consisting of options during year
Colin G. Ryan	CMI Limited	300,000	Ordinary	\$1.20	15/04/2013	-
Danny Herceg	CMI Limited	300,000	Ordinary	\$1.20	15/04/2013	-

## **Incentive Scheme**

In accordance with the provisions of the incentive scheme, as at the date of this report, Directors are entitled to purchase an aggregate of 600,000 ordinary shares of CMI Limited at an issue price of \$1.20 per ordinary share during the period of 5 years after 16 April 2008.

# E Performance history

Financial Comparative Data in \$'000	FY 2006	FY 2007	FY 2008	FY 2009	FY 2010	Growth FY09 to FY10**
Group Revenue	278,704	265,403	232,220	95,478	84,407	(12%)
Earnings before Depreciation, Interest & Tax	27,750	6,540	(15,323)	(1,540)	2,757	279%
Depreciation & Amortisation	(7,730)	(7,379)	(3,743)	(2,150)	(867)	60%
Earnings before interest & tax	20,020	(839)	(19,066)	(3,690)	1,890	151%
Interest & Finance Charges	(4,060)	(4,397)	(3,409)	(503)	(298)	41%
Operating Profit (Loss) before Tax	15,960	(5,236)	(21,289)	(4,192)	1,592	138%
Operating Profit (Loss) after Tax	11,197	(3,840)	(22,897)	(1,479)	(449)	70%
Earnings per share						
- Basic (Cents)	23.45	(21.61)	(73.65)	(4.38)	(1.33)	70%
Dividends						
- Ordinary (\$'000)	4,335	3,183	N/A	N/A	N/A	N/A
- Preference (\$'000)	N/A	N/A	N/A	N/A	N/A	N/A
- Class A (\$'000)	2,738	3,786	1,960	N/A	N/A	N/A
Dividends per Share						
- Ordinary (Cents)	12.00	9.00	N/A	N/A	N/A	N/A
- Preference (Cents)*	3.5	N/A	N/A	N/A	N/A	N/A
- Class A (Cents)*	10.50	14.00	7.00	N/A	N/A	N/A
Closing share price						
- Ordinary (\$)	1.11	1.40	0.825	0.33	0.62	88%
- Class A (\$)	1.12	1.28	0.60	0.32	0.379	18%
Shareholder Funds (\$'000)	87,985	79,515	54,729	53,250	52,881	(1%)
Net Tangible Assets per Ordinary Share (Dollars)	1.57	1.39	1.17	1.34	1.31	(2%)
Number of employees	1,126	1,058	362	157	183	17%

<sup>\*</sup> All issued Preference Shares were converted to Class A shares during the 2006 year

<sup>\*\*</sup> During 2010 while revenue declined improvements were seen in the post tax result

### F Dividends

All dividends stated below are whole numbers and are not rounded to the nearest thousand dollars.

In respect of the financial year ended 30 June 2010, the directors do not recommend the payment of a final dividend to the holders of fully paid Class A shares.

In respect of the financial year ended 30 June 2010, the directors do not recommend the payment of a final dividend to the holders of fully paid ordinary shares.

In respect of the financial year ended 30 June 2009, the directors did not recommend the payment of a final dividend to the holders of fully paid Class A shares.

In respect of the financial year ended 30 June 2009, the directors did not recommend the payment of a final dividend to the holders of fully paid ordinary shares.

# G Share price

The closing market share price at the end of the previous financial year was \$0.33 per ordinary share and at market close on 30 June 2010 was \$0.62. The closing market share price at the end of the previous financial year was \$0.32 per Class A share and at market close on 30 June 2010 was \$0.379.

# **NON-AUDIT SERVICES**

The directors are satisfied that the provision of non-audit services, during the year, by the auditor (or by another person or firm on the auditor's behalf) is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. Details of amounts paid or payable for non-audit services provided during the year by the auditor are outlined in note 25 to the financial statements.

# **INDEPENDENCE DECLARATION BY AUDITORS**

The auditor's independence declaration is included on page 18.

# **ROUNDING OFF OF AMOUNTS**

The company is a company of the kind referred to in ASIC Class Order 98/0100, dated 10 July 1998, and in accordance with that Class Order amounts in the directors' report and the financial report have been rounded off to the nearest thousand dollars, unless otherwise stated.

Signed in accordance with a resolution of the directors made pursuant to section 298(2) of the Corporations Act 2001.

On behalf of the Directors

Chi 6. Ky

C.G. Ryan Chairman

R.D. Catelan

BRISBANE

Dated: 15 September 2010



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# Auditor's Independence Declaration to the Directors of CMI Limited

In relation to our audit of the financial report of CMI Limited for the financial year ended 30 June 2010, to the best of my knowledge and belief, there have been no contraventions of the auditor independence requirements of the *Corporations Act 2001* or any applicable code of professional conduct.

Ernst & Young

Alison de Groot

Partner

15 September 2010

1 Eagle Street Brisbane QLD 4000 Australia GPO Box 7878 Brisbane QLD 4001

Tel: +61 7 3011 3333 Fax: +61 7 3011 3100 www.ey.com/au

# Independent auditor's report to the members of CMI Limited

# Report on the Financial Report

We have audited the accompanying financial report of CMI Limited, which comprises the statement of financial position as at 30 June 2010, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration 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.

# Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation and fair presentation of the financial report in accordance with the Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes establishing and maintaining internal controls relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances. In Note 1, the directors also state that the financial report, comprising the financial statements and notes, complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

# Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, we consider internal controls relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

# Independence

In conducting our audit we have met the independence requirements of the *Corporations Act 2001*. We have given to the directors of the company a written Auditor's Independence Declaration, a copy of which is included in the directors' report. In addition to our audit of the financial report, we were engaged to undertake the services disclosed in the notes to the financial statements. The provision of these services has not impaired our independence.



# **Auditor's Opinion**

In our opinion:

- the financial report of CMI Limited is in accordance with the Corporations Act 2001, including:
  - i giving a true and fair view of the consolidated entity's financial position at 30 June 2010 and of its performance for the year ended on that date; and
  - ii complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001.
- 2. the financial report also complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

# Report on the Remuneration Report

We have audited the Remuneration Report included in pages 13 to 17 of the directors' report for the year ended 30 June 2010. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

# Auditor's Opinion

In our opinion the Remuneration Report of CMI Limited for the year ended 30 June 2010, complies with section 300A of the *Corporations Act 2001*.

Ernst & Young

Alison de Groot Partner

Brisbane

15 September 2010

# Directors' Declaration

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

In accordance with a resolution of the directors of CMI Limited, I state that:

In the opinion of the directors:

- (a) the financial statements and notes of the consolidated entity are in accordance with the *Corporations Act 2001*, including:
  - giving a true and fair view of the consolidated entity's financial position as at 30 June 2010 and of its performance for the year ended on that date; and
  - (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001;
- (b) the financial statements and notes also comply with International Financial Reporting Standards as disclosed in note 1; and
- (c) there are reasonable grounds to believe that the consolidated entity will be able to pay its debts as and when they become due and payable.
- (d) this declaration has been made after receiving the declarations required to be made to the Directors in accordance with section 295A of the Corporations Act 2001 for the financial year ending 30 June 2010.
- (e) as at the date of this declaration, there are reasonable grounds to believe that the members of the Closed Group identified in Note 28 will be able to meet any obligations or liabilities to which they are or may become subject, by virtue of the Deed of Cross-Guarantee.

On behalf of the Board

Chin 6. Ky

**C. G. Ryan** Chairman

R. D. Catelan
Director

Brisbane 15 September 2010

# Consolidated Statement of Comprehensive Income

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

	NOTE	2010 \$'000	2009 \$'000
Continuing Operations			
Revenue	2(a)	83,142	86,995
Other income		842	891
Changes in inventories		(164)	(1,429)
Raw materials expense		(46,407)	(48,296)
Sub-contractors expense		(625)	(1,849)
Employee benefits expense		(12,250)	(14,343)
Repairs, maintenance and consumables expense		(800)	(643)
ASX and share register expense		(111)	(117)
Occupancy expense		(3,613)	(2,856)
Travel and communication expense		(1,753)	(1,816)
Freight and cartage expense		(2,393)	(2,845)
Depreciation and amortisation expense		(867)	(2,078)
Finance costs		(298)	(502)
Impairment expense		(8,126)	(8,386)
Write off assets damaged in fire		(3,536)	-
Other expenses		(2,069)	(3,670)
Profit from continuing operations before income tax expense	3(a)	972	(944)
Income tax	3	(2,412)	(21)
Profit/(Loss) from continuing operations after income tax expense		(1,440)	(965)
Discontinued Operations			
Profit/(Loss) from discontinued operations net of income tax	35(b)	991	(514)
Profit/(Loss) for the year		(449)	(1,479)
Other comprehensive income			
Foreign currency translation		80	-
Other comprehensive income for the year, net of tax		80	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		(369)	(1,479)
Profit/(Loss) for the year is attributable to the owners of the parent	•	(369)	(1,479)
Total comprehensive income for the year is attributable	•		
to the owners of the parent		(369)	(1,479)
Earnings Per Share:			
From continuing and discontinuing operations:			
Basic (cents per share)	21	(1.33)	(4.38)
Diluted (cents per share)	21	(1.33)	(4.38)
From continuing operations:			
Basic (cents per share)	21	(4.27)	(2.86)
Diluted (cents per share)	21	(4.27)	(2.86)

# Consolidated Statement of Financial Position

AS AT 30 JUNE 2010

	NOTE	2010 \$'000	2009 \$'000
CURRENT ASSETS			
Cash and cash equivalents	30(a)	9,052	1,342
Trade and other receivables	4	14,794	13,125
Other financial assets	24	-	-
Inventories	5	20,685	20,881
TOTAL CURRENT ASSETS		44,531	35,348
NON-CURRENT ASSETS			
Other financial assets	7	8,500	16,500
Property, plant and equipment	8	4,297	4,662
Goodwill	9	6,850	6,850
Other intangible assets	10	1,783	1,140
Deferred tax assets	3	495	820
TOTAL NON-CURRENT ASSETS		21,925	29,972
TOTAL ASSETS		66,456	65,320
CURRENT LIABILITIES			
Trade and other payables	11	8,737	7,455
Sorrowings	12	257	490
Current tax payables	3	2,501	744
Provisions	13	1,449	1,261
TOTAL CURRENT LIABILITIES		12,944	9,950
NON-CURRENT LIABILITIES			
Borrowings	14	331	1,570
rovisions	15	300	550
TOTAL NON-CURRENT LIABILITIES		631	2,120
TOTAL LIABILITIES		13,575	12,070
JET ASSETS		52,881	53,250
QUITY			
ssued capital	18	70,103	70,103
Reserves	19	242	162
Retained earnings	20	(17,464)	(17,015)
TOTAL EQUITY		52,881	53,250

# Consolidated Statement of Changes in Equity

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

	Issued Capital \$'000	Reserves \$'000	Retained Earnings \$'000	Total Equity \$'000
At 1 July 2008	70,103	162	(15,536)	54,729
Profit/(Loss) for the period	-	-	(1,479)	(1,479)
Net foreign exchange differences	-	-	-	-
Total comprehensive income for the year	-	-	(1,479)	(1,479)
Transactions with owners in their capacity as owners	-	-	-	-
Balance at 1 July 2009	70,103	162	(17,015)	53,250
Profit/(Loss) for the period	-	-	(449)	(449)
Net foreign exchange differences	-	80	-	80
Total comprehensive income for the year	-	80	(449)	(369)
Transactions with owners in their capacity as owners	-	-	-	-
At 30 June 2010	70,103	242	(17,464)	52,881

# Consolidated Cash Flow Statement

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

	NOTE	2010 \$'000 Inflow (Outflow)	2009 \$'000 Inflow (Outflow)
Cash flows from operating activities:			
Receipts from customers		85,082	103,600
Payments to suppliers and employees		(78,261)	(96,652)
Interest paid		(220)	(407)
Income tax (paid)/refunded		40	1,959
Insurance recovery relating to fire		4,017	-
Net cash provided by/(used in) operating activities	30(b)	10,658	8,500
Cash flows from investing activities:			
Interest received		1,362	1,312
Payments for other intangible assets		(877)	(1,925)
Payment for plant and equipment		(1,450)	(772)
Payment for acquisition of business		(647)	-
Payment for sale of business		(347)	(569)
Loan to associate		-	(1,125)
Proceeds from sale of business	35(e)	300	82
Repayment of loan		-	1,000
Proceeds from sale of plant and equipment		166	287
Net cash (used in)/provided by investing activities	-	(1,493)	(1,710)
Cash flows from financing activities:			
Dividends paid		-	-
Proceeds from borrowings		-	401
Payment of finance liabilities		(537)	(487)
Repayment of borrowings		(1,000)	(8,029)
Net cash provided by/(used in) financing activities	-	(1,537)	(8,115)
Net increase/(decrease) in cash and cash equivalents held		7,628	(1,325)
Cash and cash equivalents at the beginning of the financial year		1,342	2,667
Effect of exchange rate changes on the balance of cash held in foreign currencies		82	_
Cash and cash equivalents at the end of the financial year	30(a)	9,052	1,342

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

# 1. SUMMARY OF ACCOUNTING POLICIES

## **Statement of Compliance**

The financial report is a general purpose financial report which has been prepared in accordance with the Corporations Act 2001, Accounting Standards and Interpretations, and complies with other requirements of the law. The financial report includes the consolidated financial statements of the Group. Compliance with the Australian Accounting Standards ensures that the financial statements and notes of the company and the Group comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the directors on 15 September 2010.

### **Basis of Preparation**

The financial report has been prepared on the basis of historical cost, except for the revaluation of the non-current loan receivables which are carried at fair value. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

The company is a company of the kind referred to in ASIC Class Order 98/0100, dated 10 July 1998, and in accordance with that Class Order amounts in the directors' report and the financial report have been rounded off to the nearest thousand dollars, unless otherwise stated.

In the application of CMI Limited ("Group") accounting policies, management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgements. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision only affects that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of the Group's accounting policies that have significant effects on the financial statements and estimates with a significant risk of material adjustments in the next year are disclosed, where applicable, in the relevant notes to the financial statements.

Accounting policies are selected and applied in a manner which ensures that the resulting financial information satisfies the concepts of relevance and reliability, thereby ensuring that the substance of the underlying transactions or other events is reported.

The following significant accounting policies have been adopted in the preparation and presentation of the financial report.

# **Significant Accounting Policies**

## a) Borrowings

Borrowings are recorded initially at fair value, net of transaction costs. Subsequent to initial recognition, borrowings are measured at amortised cost with any difference between the initial recognised amount and the redemption value being recognised in profit and loss over the period of the borrowing using the effective interest rate method.

# b) Borrowing Costs

Borrowing costs directly attributable to qualifying assets are capitalised and amortised over the life of the asset. All other borrowing costs are expensed when incurred.

# c) Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand, cash in banks and investments in money market instruments, net of outstanding bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Statement of Financial Position.

# d) Employee Benefits

Provision is made for benefits accruing to employees in respect of wages and salaries, annual leave and long service leave when it is probable that settlement will be required and they are capable of being measured reliably.

Provisions made in respect of employee benefits expected to be settled within 12 months, are measured at their nominal values using the remuneration rate expected to apply at the time of settlement.

Provisions made in respect of employee benefits which are not expected to be settled within 12 months are measured as the present value of the estimated future cash outflows to be made by the consolidated entity in respect of services provided by employees up to the reporting date.

Contributions to defined contribution superannuation plans are expensed when incurred.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

# 1. SUMMARY OF ACCOUNTING POLICIES (continued)

### e) Financial Assets

Subsequent to initial recognition, investments in subsidiaries are measured at cost.

Other financial assets are classified into the following specified categories: financial assets at fair value through profit or loss, held-to-maturity investments, available-for-sale financial assets, investments in subsidiaries and loans and receivables. The classification depends on the nature and purpose of the financial assets and is determined at the time of the initial recognition.

The fair values of financial assets that are actively traded in organised financial markets are determined by reference to quoted market bid prices at the close of business on the reporting date. For financial assets with no active market, fair values are determined using valuation techniques. Such techniques include: using recent arm's length market transactions; reference to the current market value of another instrument that is substantially the same; discounted cash flow analysis; and option pricing models, making as much use of available and supportable market data as possible and keeping judgemental inputs to a minimum.

# Financial assets at fair value through profit or loss

Financial assets are classified as financial assets at fair value through profit or loss where the financial asset:

- has been acquired principally for the purpose of selling in the near future;
- is a part of an identified portfolio of financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- is a derivative instrument that is not designated and effective as a hedging instrument.

Financial assets at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset.

### Held-to-maturity investments

Bills of exchange and debentures with fixed or determinable payments and fixed maturity dates where the group has the positive intent and ability to hold to maturity are classified as held-to-maturity investments. Held-to-maturity investments are recorded at amortised cost using the effective interest method less impairment, with revenue recognised on an effective yield basis in Other Expenses.

# Available-for-sale financial assets

Gains and losses arising from changes in fair value are recognised directly in the investments revaluation reserve with the exception of impairment losses, interest calculated using the effective interest method and foreign exchange gains and losses on monetary assets which are recognised directly in profit or loss. Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously recognised in the investments revaluation reserve is included in profit or loss for the period in Other Expenses.

## Loans and receivables

Trade receivables, loans and other receivables are recorded at amortised cost using the effective interest rate method less impairment. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired. These are included in current assets, except for those with maturities greater than 12 months after balance date, which are classified as non-current.

# f) Financial Instruments Issued by the Company

# **Debt and Equity Instruments**

Debt and equity instruments are classified as either liabilities or as equity in accordance with the substance of the contractual arrangement.

## **Compound Instruments**

The component parts of compound instruments are classified separately as liabilities and equity in accordance with the substance of the contractual arrangement. At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for a similar non-convertible debt. The equity component initially brought to account is determined by deducting the amount of the liability component from the amount of the compound instrument as a whole.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

## 1. SUMMARY OF ACCOUNTING POLICIES (continued)

# Transaction Costs on the Issue of Equity Instruments

Transaction costs arising on the issue of equity instruments are recognised directly in equity as a reduction of the proceeds of the equity instruments to which the costs relate. Transaction costs are the costs that are incurred directly in connection with the issue of those equity instruments and which would not have been incurred had those instruments not been issued.

## **Interest and Dividends**

Interest and dividends are classified as expenses or as distributions of profit consistent with the Statement of Financial Position classification of the related debt or equity instruments.

# g) Foreign Currency

### Foreign currency transactions

All foreign currency transactions during the year are brought to account using the exchange rate in effect at the date of the transaction. Foreign currency monetary items at reporting date are translated at the exchange rate existing at that date. Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

Exchange differences are recognised in net profit or loss in the period in which they arise.

# Foreign operations

On consolidation, the assets and liabilities of the consolidated entity's overseas operations are translated at exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the period unless exchange rates fluctuate significantly. Exchange differences arising, if any, are recognised in the foreign currency translation reserve, and recognised in profit or loss on disposal of the foreign operation.

### h) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

- a) where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- b) for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

Cash flows are included in the Statement of Cash Flows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

# i) Goodwill

Goodwill, representing the excess of the cost of acquisition over the fair value of the identifiable assets, liabilities and contingent liabilities acquired, is recognised as an asset and not amortised, but tested for impairment annually and whenever there is an indication that the goodwill may be impaired. Any impairment is recognised immediately in profit and loss and is not subsequently reversed. Refer to note 1(j).

# j) Impairment of Assets

At each reporting date, the consolidated entity reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the consolidated entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Goodwill, intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually and whenever there is an indication that the asset may be impaired. An impairment of goodwill is not subsequently reversed. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately, unless the relevant asset is carried at fair value, in which case the impairment loss is treated as a revaluation decrease.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

## 1. SUMMARY OF ACCOUNTING POLICIES (continued)

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised in profit or loss immediately, unless the relevant asset is carried at fair value, in which case the reversal of the impairment loss is treated as a revaluation increase.

Impairment losses recognised for goodwill are not subsequently reversed.

### k) Income Tax

### Current Tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

## Deferred Tax

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax base of those items

In principle, deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised. However, deferred tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of assets and liabilities (other than as a result of a business combination) which affects neither taxable income nor accounting profit. Furthermore, a deferred tax liability is not recognised in relation to taxable temporary differences arising from goodwill.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, branches, associates and joint ventures except where the consolidated entity is able to control the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with these investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the asset and liability give rise to them are realised or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the consolidated entity expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the consolidated entity intends to settle its current tax assets and liabilities on a net basis.

# Current and Deferred Tax for the Period

Current and deferred tax is recognised as an expense or income in the Statement of Comprehensive Income, except when it relates to items credited or debited directly to equity, in which case the deferred tax is also recognised directly in equity, or where it arises from the initial accounting for a business combination, in which case it is taken into account in the determination of goodwill or excess.

# Tax Consolidation

The company and all its wholly-owned Australian resident entities are part of a tax consolidated group under Australian taxation law. CMI Limited is the head entity in the tax consolidated group.

Entities within the tax consolidated group have entered into a tax funding agreement with the head entity. Under the terms of the tax funding agreement, CMI Limited and each of the entities in the tax consolidated group has agreed to pay a tax equivalent payment to or from the head entity, based on the current tax liability or current tax asset of the entity.

The current and deferred tax assets and liabilities of the parent entity are not reduced by the amounts owing from or to subsidiary entities in accordance with the tax funding agreement as these amounts are recognised as inter-company receivables and payables.

Entities within the tax consolidated group have adopted the stand-alone approach to measuring current and deferred tax amounts.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

## 1. SUMMARY OF ACCOUNTING POLICIES (continued)

# l) Intangible Assets (excluding goodwill)

#### Brand names

Brand names are recorded at cost and amortised on a straight-line basis over a period of 40 years. Other intangible assets are amortised over a period not exceeding 20 years.

# Research and Development Costs

Expenditure on research activities is recognised as an expense in the period in which it is incurred. Where no internally-generated intangible asset can be recognised, development expenditure is recognised as an expense in the period as incurred.

An intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following are demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

Internally-generated intangible assets are stated at cost less accumulated amortised and impairment, and are amortised on a straight-line basis over the period in which the corresponding benefits are expected to arise, commencing with the commercial production of the product.

The unamortised balance of development costs deferred in previous periods is reviewed regularly and at each reporting date, to ensure the criterion for deferral continues to be met. Where such costs are no longer considered recoverable, they are written off as an expense in profit or loss.

# m) Inventories

Inventories are valued at the lower of cost and net realisable value. Costs, including an appropriate portion of fixed and variable overhead expenses, are assigned to inventory on hand by the method most appropriate to each particular class of inventory, with the majority being valued on a weighted average basis. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

## n) Leased Assets

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the leases. All other leases are classified as operating leases.

Assets held under finance leases are initially recognised at their fair value or, if lower, at amounts equal to the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding liability to the lessor is included in the Statement of Financial Position as a finance lease obligation.

Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to income, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the consolidated entity's general policy on borrowing costs. Refer to note 1(b).

Finance leased assets are amortised on a straight-line basis over the estimated useful life of the asset.

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

# o) Payables

Trade payables and other accounts payable are recognised when the consolidated entity becomes obliged to make future payments resulting from the purchase of goods and services.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

# 1. SUMMARY OF ACCOUNTING POLICIES (continued)

# p) Principles of Consolidation

The consolidated financial statements have been prepared by combining the financial statements of all the entities that comprise the consolidated entity, being the company (the parent entity) and its subsidiaries as defined in Accounting Standard AASB 127 Consolidated and Separate Financial Statements. Consistent accounting policies have been employed in the preparation and presentation of the consolidated financial statements.

On acquisition, the assets, liabilities and contingent liabilities of a subsidiary are measured at their fair values at the date of acquisition. Any excess of the cost of acquisition over the fair values of the identifiable net assets acquired is recognised as goodwill. If, after reassessment, the fair values of the identifiable net assets acquired exceeds the cost of acquisition, the deficiency is credited to profit and loss in the period of acquisition.

The consolidated financial statements include the information and results of each subsidiary from the date on which the company obtains control and until such time as the company ceases to control such entity. In preparing the consolidated financial statements, all intercompany balances and transactions, and unrealised profits arising within the consolidated entity are eliminated in full.

# q) Property, Plant and Equipment

Land and buildings, plant and equipment, leasehold improvements and equipment under finance lease are stated at cost less accumulated depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of the item.

Depreciation is provided on property, plant and equipment, including freehold buildings but excluding land. Depreciation is calculated on a straight-line basis so as to write off the net cost of each asset during its expected useful life to its estimated residual value. Leasehold improvements are depreciated over the period of the lease or estimated useful life, whichever is the shorter, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period.

The following estimated useful lives are used in the calculation of depreciation:

Buildings 25 – 50 years
 Plant and equipment 3 – 20 years
 Equipment under finance leases 3 – 20 years

# r) Provisions

Provisions are recognised when the consolidated entity has a present obligation, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is probable that recovery will be received and the amount of the receivable can be measured reliably.

# Dividends

A provision is recognised for dividends when they have been declared, determined or publicly recommended by the directors on or before reporting date and not paid.

# s) Revenue Recognition

# Sale of goods and disposal of assets

Revenue from the sale of goods is recognised when the consolidated entity has transferred to the buyer the significant risks and rewards of ownership of the goods.

## Interest received

Interest received is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

## Dividends received

Dividend income is recorded in the Statement of Comprehensive Income on an accruals basis when the Group's right to receive the dividend is established.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

## 1. SUMMARY OF ACCOUNTING POLICIES (continued)

### t) Tooling

Material items of expenditure, relating to tooling, are capitalised into plant and equipment to the extent that there will be future economic benefits.

The capitalised costs are amortised over the expected period (not exceeding 15 years) in which the corresponding benefits are expected to arise. The amortised balance of costs capitalised is reviewed regularly and at each reporting date, to ensure the criterion for capitalisation continues to be met. Where such costs are no longer considered recoverable, they are recognised in profit or loss.

## u) New Accounting Standards and Interpretations

## (i) Changes in accounting policy and disclosures

The accounting policies adopted are consistent with those of the previous financial year except as follows:

The Group has adopted the following new and amended Australian Accounting Standards and AASB Interpretations as of 1 July 2009.

- AASB 8 and AASB 2007-3 Operating Segments and consequential amendments to other Australian Accounting Standards effective
   1 July 2009
- AASB 101 (Revised), AASB 2007-8 and AASB 2007-10 Presentation of Financial Statements and consequential amendments to other Australian Accounting Standards effective 1 July 2009
- AASB 2008-1 Amendments to Australian Accounting Standards Share-based Payments: Vesting Conditions and Cancellations
  effective 1 July 2009
- AASB 3 (Revised) Business Combinations effective 1 July 2009
- AASB 127 (Revised) Consolidated and Separate Financial Statements effective 1 July 2009
- AASB 2008-3 Amendments to Australian Accounting Standards arising from AASB 3 and AASB 127 effective 1 July 2009
- AASB 2008-5 Amendments to Australian Accounting Standards arising from the Annual Improvements Project effective 1 July 2009
- AASB 2008-6 Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project effective
   1 July 2009
- AASB 2008-7 Amendments to Australian Accounting Standards Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate effective 1 July 2009
- AASB 2009-2 Amendments to Australian Accounting Standards Improving Disclosures about Financial Instruments [AASB 4, AASB 7, AASB 1023 & AASB 1038] effective 1 July 2009
- AASB 2009-4 Amendments to Australian Accounting Standards arising from the Annual Improvements Project [AASB 2 and AASB 138 and AASB Interpretations 9 & 16] effective 1 July 2009
- AASB 2009-7 Amendments to Australian Accounting Standards [AASB 5, 7, 107, 112, 136 & 139 and Interpretation 17]

When the adoption of the Standard of Interpretation is deemed to have an impact on the financial statements or performance of the Group, its impact is described below:

# AASB 3 Business Combinations (revised 2008) and AASB 127 Consolidated and Separate Financial Statements (revised 2008)

AASB 3 (revised 2008) introduces significant changes in the accounting for business combinations occurring after this date. Changes affect the valuation of non-controlling interests (previously "minority interests"), the accounting for transaction costs, the initial recognition and subsequent measurement of contingent consideration and business combinations achieved in stages. These changes will impact the amount of goodwill recognised, the reported results in the period when an acquisition occurs and future reported results.

AASB 127 (revised 2008) requires that a change in ownership interest of a subsidiary (without a change in control) is to be accounted for as a transaction with owners in their capacity as owners. Therefore such transactions will no longer give rise to goodwill, nor will they give rise to a gain or loss in the Statement of Comprehensive Income. Furthermore the revised Standard changes the accounting for losses incurred by a partially owned subsidiary as well as the loss of control of a subsidiary. The changes in AASB 3 (revised 2008) and AASB 127 (revised 2008) will affect future acquisitions, changes in, and loss of control of, subsidiaries and transactions with non-controlling interests.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

## 1. SUMMARY OF ACCOUNTING POLICIES (continued)

### AASB 7 Financial Instruments: Disclosures

The amended Standard requires additional disclosures about fair value measurement and liquidity risk. Fair value measurements related to all financial instruments recognised and measured at fair value are to be disclosed by source of inputs using a three level fair value hierarchy, by class. In addition, a reconciliation between the beginning and ending balance for level 3 fair value measurements is now required, as well as significant transfers between the levels in the fair value hierarchy. The amendments also clarify the requirements for liquidity risk disclosures with respect to derivative transactions and assets used for liquidity management. The fair value measurement disclosures are presented in note 32. The liquidity risk disclosures are not significantly impacted by the amendments and are presented in note 32.

# **AASB 8 Operating Segments**

AASB 8 replaced AASB 114 Segment Reporting upon its effective date. The Group concluded that the operating segments determined in accordance with AASB 8 are the same as the business segments previously identified under AASB 114. AASB 8 disclosures are shown in note 26, including the related revised comparative information.

# AASB 101 Presentation of Financial Statements

The revised Standard separates owner and non-owner changes in equity. The Statement of Changes in Equity includes only details of transactions with owners, with non-owner changes in equity presented in a reconciliation of each component of equity and included in the new Statement of Comprehensive Income. The Statement of Comprehensive Income presents all items of recognised income and expense, either in one single statement, or in two linked statements. The Group has elected to present one statement.

# Annual Improvements Project

In May 2008 and April 2009 the AASB issued an omnibus of amendments to its Standards as part of the Annual Improvements Project, primarily with a view to removing inconsistencies and clarifying wording. There are separate transitional provisions and application dates for each amendment. The adoption of the following Amendments resulted in changes to accounting policies but did not have any impact on the financial position or performance of the Group.

- AASB 5 Non-current Assets Held for Sale and Discontinued Operations: clarifies that the disclosures required in respect of non-current assets and disposal groups classified as held for sale or discontinued operations are only those set out in AASB 5. The disclosure requirements of other Accounting Standards only apply if specifically required for such non-current assets or discontinued operations. As a result of this amendment, the Group amended its disclosures in note 35.
- AASB 8 Operating Segments: clarifies that segment assets and liabilities need only be reported when those assets and liabilities are included in measures that are used by the chief operating decision maker. As the Group's chief operating decision maker does review segment assets and liabilities, the Group has continued to disclose this information in note 26.
- AASB 101 Presentation of Financial Statements: assets and liabilities classified as held for trading in accordance with AASB 139 Financial
  Instruments: Recognition and Measurement are not automatically classified as current in the Statement of Financial Position.
  The Group amended its accounting policy accordingly and analysed whether management's expectation of the period of
  realisation of financial assets and liabilities is in accordance with AASB 101. This did not result in any re-classification of
  financial instruments between current and non-current in the Statement of Financial Position.
- AASB 123 Borrowing Costs: the definition of borrowing costs is revised to consolidate the two types of items that are
  considered components of "borrowing costs" into one the interest expense calculated using the effective interest rate
  method calculated in accordance with AASB 139. The group has amended its accounting policy accordingly which did not
  result in any change in its Statement of Financial Position.
- AASB 136 Impairment of Assets: when discounted cash flows are used to estimate "fair value less cost to sell" additional disclosure is required about the discount rate, consistent with disclosures required when the discounted cash flows are used to estimate "value in use". The Group has amended its disclosures accordingly in note 9. The amendment also clarified that the largest unit permitted for allocating goodwill, acquired in a business combination, is the operating segment as defined in AASB 8 before aggregation for reporting purposes. The amendment has no impact on the Group as the annual impairment test is performed before aggregation.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

# SUMMARY OF ACCOUNTING POLICIES (continued)

Other amendments resulting from the Annual Improvements Project to the following Standards did not have any impact on the accounting policies, financial position or performance of the Group:

- AASB 2 Share-based Payment
- AASB 108 Accounting Policies, Change in Accounting Estimates and Error
- AASB 110 Events after the Reporting Period
- AASB 116 Property, Plant and Equipment
- AASB 117 Leases
- AASB 118 Revenue
- AASB 119 Employee Benefits
- AASB 120 Accounting for Government Grants and Disclosure of Government Assistance
- AASB 131 Interests in Joint Ventures
- AASB 138 Intangible Assets
- AASB 140 Investment Property

# (ii) Accounting Standards and Interpretations issued but not yet effective

Certain Australian Accounting Standards and Interpretations have been recently issued or amended but are not yet effective have not been adopted by the Group for the annual reporting period ended 30 June 2010.

The directors of the Group have yet to finalise their assessment of the impact of these new and amended standards and interpretations. These are outlined below:

- AASB 2009-5 Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project [AASB 5, 8, 101, 107, 117, 118, 136 & 139]
- AASB 2009-8 Amendments to Australian Accounting Standards Group Cash-settled Share-based Payment Transactions [AASB 2]
- AASB 2009-10 Amendments to Australian Accounting Standards Classification of Rights Issues [AASB 132]
- AASB 9 Financial Instruments
- AASB 2009-11 Amendments to Australian Accounting Standards arising from AASB 9 [AASB 1, 3, 4, 5, 7, 101, 102, 108, 112, 118, 121, 127, 128, 131, 132, 136, 139, 1023 & 1038 and Interpretations 10 & 12]
- AASB 124 (Revised) Related Party Disclosures (December 2009)
- AASB 2009-12 Amendments to Australian Accounting Standards [AASBs 5, 8, 108, 110, 112, 119, 133, 137, 139, 1023 & 1031 and Interpretations 2, 4, 16, 1039 & 1052]
- AASB 2009-13 Amendments to Australian Accounting Standards arising from Interpretation 19 [AASB 1]
- AASB 2009-14 Amendments to Australian Interpretation Prepayments of a Minimum Funding requirement
- AASB 1053 Application of Tiers of Australian Accounting Standards
- AASB 2010-2 Amendments to Australian Accounting Standards arising from reduced disclosure requirements
- AASB 2010-3 Amendments to Australian Accounting Standards arising from the Annual Improvements Project [AASB 3, AASB 7, AASB 121, AASB 128, AASB 131, AASB 132 & AASB 139]
- AASB 2010-4 Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project [AASB 1, AASB 7, AASB 101, AASB 134 and Interpretation 13]
- Interpretation 19 Extinguishing Financial Liabilities with Equity Instruments

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 1. SUMMARY OF ACCOUNTING POLICIES (continued)

#### v) Non-current assets and disposal group held for sale and discontinued operations - refer note 35

Non-current assets and disposal groups are classified as held for sale and measured at the lower of their carrying amount and fair value less costs to sell if their carrying amount will be recovered principally through a sale transaction. They are not depreciated or amortised. For an asset or disposal group to be classified as held for sale, it must be available for immediate sale in its present condition and its sale must be highly probable.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of derecognition.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the Statement of Comprehensive Income, with comparatives restated, and the assets and liabilities are presented separately on the face of the Statement of Financial Position.

#### w) Investments in associates - refer note 29

The Group's investment in its associates is accounted for using the equity method of accounting in the consolidated financial statements and at cost in the parent. The associates are entities over which the Group has significant influence and that are neither subsidiaries nor joint ventures. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over these policies.

Under the equity method, investments in the associates are carried in the Statement of Financial Position at cost plus post-acquisition changes in the Group's share of net assets of the associates. Goodwill relating to an associate is included in the carrying amount of the investment and is not amortised. After application of the equity method, the Group determines whether it is necessary to recognise any impairment loss with respect to the Group's net investment in associates.

The Group's share of its associates' post-acquisition profits or losses is recognised in the Statement of Comprehensive Income, and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. Dividends receivable from associates are recognised in the parent entity's Statement of Comprehensive Income, while in the consolidated financial statements they reduce the carrying amount of the investment.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any unsecured long-term receivables and loans, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

The reporting dates of the associates and the Group are identical and the associates' accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 1. SUMMARY OF ACCOUNTING POLICIES (continued)

#### x) Business Combinations - Subsequent to 1 July 2009

Business Combinations are accounted for using the acquisition method. The consideration transferred in a business combination shall be measured at fair value, which shall be calculated as the sum of the acquisition-date fair values of the assets transferred by the acquirer, the liabilities incurred by the acquirer to former owners of the acquiree and the equity issued by the acquirer, and the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the non-controlling interest in the acquire either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the Group's operating or accounting policies and other pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured at fair value as at the acquisition date through profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability will be recognised in accordance with AASB 139 either in profit or loss or in other comprehensive income. If the contingent consideration is classified as equity, it shall not be remeasured.

#### y) Operating Segments

An operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity), whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available. This includes start up operations which are yet to earn revenues. Management will also consider other factors in determining operating segments such as the existence of a line manager and the level of segment information presented to the board of directors.

Operating segments have been identified based on information provided to the chief operating decision makers – being the executive management team.

The Group aggregates two or more operating segments when they have similar economic characteristics, and the segments are similar in each of the following respects:

- Nature of the products and services,
- Nature of the production processes,
- Type or class of customer for the product and services,
- Methods used to distribute the products or provide the services, and if applicable
- Nature of the regulatory environment.

Operating segments that meet the quantitative criteria as prescribed by AASB 8 are reported separately. However, an operating segment that does not meet the quantitative criteria is still reported separately where information about the segment would be useful to users of the financial statements.

#### z) Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements and estimates on historical experience and on other various factors it believes to be reasonable under the circumstances, the result of which form the basis of the carrying values of assets and liabilities that are not readily apparent from other sources.

Management has identified the following critical accounting policies for which significant judgements, estimates and assumptions are made. Actual results may differ from these estimates under different assumptions and conditions and may materially affect financial results or the financial position reported in future periods.

Further details of the nature of these assumptions and conditions may be found in the relevant notes to the financial statements.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 1. SUMMARY OF ACCOUNTING POLICIES (continued)

#### (i) Significant accounting judgements

Recovery of deferred tax assets

Deferred tax assets are recognised for deductible temporary differences as management considers that it is probable that future taxable profits will be available to utilise those temporary differences. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future profits over the next two years together with future tax planning strategies.

#### Taxation

The Group's accounting policy for taxation requires management's judgement as to the types of arrangements considered to be a tax on income in contrast to an operating cost. Judgement is also required in assessing whether deferred tax assets and certain deferred tax liabilities are recognised on the Statement of Financial Position. Deferred tax assets, including those arising from unrecouped tax losses, capital losses and temporary differences, are recognised only where it is considered more likely than not that they will be recovered, which is dependent on the generation of sufficient future taxable profits.

Deferred tax liabilities arising from temporary differences in investments, caused principally by retained earnings held in foreign tax jurisdictions, are recognised unless repatriation of retained earnings can be controlled and are not expected to occur in the foreseeable future.

Assumptions about the generation of future taxable profits and repatriation of retained earnings depend on management's estimates of future cash flows. These depend on estimates of future production and sales volumes, operating costs, restoration costs, capital expenditure, dividends and other capital management transactions. Judgements are also required about the application of income tax legislation.

These judgements and assumptions are subject to risk and uncertainty, hence there is a possibility that changes in circumstances will alter expectations, which may impact the amount of deferred tax assets and deferred tax liabilities recognised on the Statement of Financial Position and the amount of other tax losses and temporary differences not yet recognised. In such circumstances, some or all of the carrying amounts of recognised deferred tax assets and liabilities may require adjustment, resulting in a corresponding credit or charge to the Statement of Comprehensive Income.

### Impairment of receivable assets

The Group assesses impairment of all assets at each reporting date by evaluating conditions specific to the Group and to the particular asset that may lead to impairment. These include product and manufacturing performance, technology, economic and political environments and future product expectations. If an impairment trigger exists the recoverable amount of the asset is determined. An impairment loss of \$8 million (2009: nil) was recognised to reduce the carrying amount of loan receivables to recoverable amount. This has been recognised in the Statement of Comprehensive Income in the line item "Impairment expense".

Impairment of goodwill and intangibles with indefinite useful lives

The Group determines whether goodwill and intangibles with indefinite useful lives are impaired at least on an annual basis. This requires an estimation of the recoverable amount of the cash-generating units, using a value in use discounted cash flow methodology, to which the goodwill and intangibles with indefinite useful lives are allocated.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

	2010 \$'000	2009 \$'000
PROFIT FROM OPERATIONS		
(a) Revenue from continuing operations		
Revenue from operations consisted of the following items:		
Revenue from the sale of goods	77,763	83,16
Interest - other persons	1,362	3,81
Insurance recovery relating to fire	4,017	
Other Items	-	20
	83,142	86,99
(b) Profit before income tax – continuing operations		
Profit before income tax has been arrived at after crediting/(charging) the following gains and losses from continuing operations:		
Gain/(loss) on disposal of property, plant and equipment	55	(1,058
Net foreign exchange gains/(losses)	29	(216
	84	(1,274
Gains attributable to continuing operations	177	2:
Losses attributable to continuing operations	(93)	(1,297
Losses attributable to continuing operations	84	(1,274
Cost of sales	49,488	56,310
Finance Costs:		
Interest – other entities	233	40
Finance lease finance charges	65	9.
Depreciation or amortisation of:		
Property, plant & equipment	528	600
Leased assets	104	16-
Brand names	_	149
Other intangibles	235	1,160
Net bad and doubtful debts	17	39
Operating lease expense	3,001	2,368
Write off of assets damaged in fire	3,536	
Research and development costs charged directly to the net income:		
Employee benefits expense	601	2
Amortisation expense	112	1,11
Impairment expense:	114	1,11
Loan receivable	8,000	
Goodwill	8,000	1,468
Capitalised development	-	2,27
Brand name	-	4,220
	126	
Property, plant & equipment	8,126	8,380
Employee benefit expense:	0,120	0,30
Post-employment benefits:		
Defined contribution plans	844	1,055
Share-based payments:	OH	1,05
Equity settled share-based payments		
Termination benefits	49	248
Other employee benefits	11,357	13,043
	12,250	14,343

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

3.

	2010 \$'000	2009 \$'000
INCOME TAXES		
(a) Income tax recognised in profit or loss		
Tax expense/(benefit) comprises:		
Current tax expense	3,189	(1,833)
(Over)/Under provision of income tax in previous year	(452)	-
Deferred tax expense relating to the origination and reversal of temporary differences	(325)	1,854
Total tax expense/(benefit) attributable to continuing operations	2,412	21
The prima facie income tax on pre-tax accounting profit from operations reconciles to the income tax expense in the financial statements as follows:		
Profit/(loss) from continuing operations	972	(944)
Profit/(loss) from discontinued operations	620	(3,248)
Total Profit/(loss) before income tax	1,592	(4,192)
Income tax calculated at 30%	478	(1,257)
Add/(Deduct)		
Impairment losses on goodwill and receivable not deductible	2,400	440
Foreign tax rate adjustment	(22)	-
Other items	98	(91)
Non deductible loss on sale	(90)	280
(Over)/Under provision of income tax in previous year	(823)	(2,085)
	1,563	(1,456)
Aggregate income tax expense	2,041	(2,713)
Aggregate income tax is attributable to:		
Continuing operations	2,412	21
Discontinued operations	(371)	(2,734)
	2,041	(2,713)

The tax rate used in the above reconciliation is the corporate tax rate of 30% payable by Australian corporate entities on taxable profits under Australian tax law. There has been no change in the corporate tax rate when compared with the previous reporting period.

## (b) Current tax assets and liabilities

#### Current tax assets:

Tax refund receivable		-
Current tax payables:		
Income tax payable attributable to:		
Parent entity	439	576
Entities in the tax consolidated group	(2,940)	(1,320)
Other		
	(2,501)	(744)

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

## 3. INCOME TAXES (CONTINUED)

## (c) Deferred tax balances

Taxable and deductible temporary differences arise from the following:

			CONSOLIDATED		
	Opening balance \$'000	Charged to income \$'000	Charged to equity \$'000	Impairment \$'000	Closing balance \$'000
2010					
Gross deferred tax liabilities:					
Property, plant and equipment	(371)	119	-	-	(252)
Intangible assets	(132)	(205)	-	-	(337)
	(503)	(86)	-	-	(589)
Gross deferred tax assets:					
Receivables	176	(25)	-	-	151
Inventories	141	(47)	-	-	94
Provisions	543	(19)	-	-	524
Accruals/Borrowings	313	(74)	-	-	239
Other	150	(74)	-	-	76
	1,323	(239)	-	-	1,084
Net deferred tax balances	820	(325)	-		495
Disclosed in the accounts pursuant to the se	et-off provisions a	as:			
Deferred tax assets – continuing operations	Ť.				495
Deferred tax liabilities – continuing operation					
0.1				_	495
			CONSOLIDATED	-	
			CONSULIDATED		
	Opening balance \$'000	Charged to income \$'000	Charged to equity	Impairment \$'000	balance
2009			Charged to		
	balance	income	Charged to equity		balance
Gross deferred tax liabilities:	balance \$'000	income \$'000	Charged to equity		balance
Gross deferred tax liabilities: Other receivables	<b>balance</b> \$'000	income \$'000	Charged to equity		\$'000
<b>Gross deferred tax liabilities:</b> Other receivables Property, plant and equipment	(42) (295)	income \$'000 42 (76)	Charged to equity		\$2000 \$2000 - (371)
<b>Gross deferred tax liabilities:</b> Other receivables Property, plant and equipment	(42) (295) (2,504)	42 (76) 2,372	Charged to equity		\$ <b>'000</b> - (371) (132)
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets	(42) (295)	income \$'000 42 (76)	Charged to equity		\$2000 \$2000 - (371)
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets Gross deferred tax assets:	(42) (295) (2,504) (2,841)	income \$'000 42 (76) 2,372 2,338	Charged to equity		\$'000 \$'000 - (371) (132) (503)
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets Gross deferred tax assets: Receivables	(42) (295) (2,504)	42 (76) 2,372	Charged to equity		(371) (132) (503)
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets Gross deferred tax assets: Receivables Inventories	(42) (295) (2,504) (2,841)	income \$'000 42 (76) 2,372 2,338 (724) 141	Charged to equity		(371) (132) (503) 176
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets Gross deferred tax assets: Receivables Inventories Provisions	(42) (295) (2,504) (2,841)	income \$'000 42 (76) 2,372 2,338 (724) 141 (163)	Charged to equity		(371) (132) (503) 176
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets  Gross deferred tax assets: Receivables Inventories Provisions Doubtful debts	(42) (295) (2,504) (2,841) 900	income \$'000 42 (76) 2,372 2,338 (724) 141 (163) (84)	Charged to equity		(371) (132) (503) 176 141 543
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets  Gross deferred tax assets: Receivables Inventories Provisions Doubtful debts Accruals/Borrowings	(42) (295) (2,504) (2,841) 900	income \$'000 42 (76) 2,372 2,338 (724) 141 (163)	Charged to equity		(371) (132) (503) 176 141 543
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets  Gross deferred tax assets: Receivables Inventories Provisions Doubtful debts Accruals/Borrowings	(42) (295) (2,504) (2,841) 900 - 706 84 - 117	income \$'000 42 (76) 2,372 2,338 (724) 141 (163) (84) 313 33	Charged to equity		(371) (132) (503) 176 141 543 - 313 150
2009 Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets Gross deferred tax assets: Receivables Inventories Provisions Doubtful debts Accruals/Borrowings Other Net deferred tax balances	(42) (295) (2,504) (2,841) 900 - 706 84	income \$'000 42 (76) 2,372 2,338 (724) 141 (163) (84) 313	Charged to equity		503)  176 141 543 - 313 150 1,323
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets  Gross deferred tax assets: Receivables Inventories Provisions Doubtful debts Accruals/Borrowings Other  Net deferred tax balances	(42) (295) (2,504) (2,841) 900  706 84  117 1,807 (1,034)	income \$'000 42 (76) 2,372 2,338 (724) 141 (163) (84) 313 33 (484) 1,854	Charged to equity \$'000		(371) (132) (503) 176 141 543 - 313 150 1,323
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets  Gross deferred tax assets: Receivables Inventories Provisions Doubtful debts Accruals/Borrowings Other  Net deferred tax balances  Disclosed in the accounts pursuant to the se	(42) (295) (2,504) (2,841)  900 - 706 84 - 117 1,807 (1,034) et-off provisions a	income \$'000 42 (76) 2,372 2,338 (724) 141 (163) (84) 313 33 (484) 1,854	Charged to equity \$'000		5/000 - (371) (132) (503) 176 141 543 - 313 150 1,323 820
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets  Gross deferred tax assets: Receivables Inventories Provisions Doubtful debts Accruals/Borrowings Other  Net deferred tax balances Disclosed in the accounts pursuant to the set	(42) (295) (2,504) (2,841)  900 - 706 84 - 117 1,807 (1,034) et-off provisions a	income \$'000 42 (76) 2,372 2,338 (724) 141 (163) (84) 313 33 (484) 1,854	Charged to equity \$'000		(371) (132) (503) 176 141 543 - 313 150 1,323
Gross deferred tax liabilities: Other receivables Property, plant and equipment Intangible assets  Gross deferred tax assets: Receivables Inventories Provisions Doubtful debts Accruals/Borrowings Other	(42) (295) (2,504) (2,841)  900 - 706 84 - 117 1,807 (1,034) et-off provisions a	income \$'000 42 (76) 2,372 2,338 (724) 141 (163) (84) 313 33 (484) 1,854	Charged to equity \$'000		5/000 - (371) (132) (503) 176 141 543 - 313 150 1,323 820

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 3. INCOME TAXES (CONTINUED)

#### Tax consolidation system

Legislation to allow groups, comprising a parent entity and its Australian resident wholly-owned entities, to elect to consolidate and be treated as a single entity for income tax purposes was substantively enacted on 21 October 2002.

The company and its wholly-owned Australian resident entities are eligible to consolidate for tax purposes under this legislation and have elected to be taxed as a single entity from 1 July 2002. The head entity within the tax consolidated group for the purposes of the tax consolidated system is CMI Limited.

Entities within the tax consolidated group have entered into a tax funding agreement with the head entity. Under the terms of this agreement, CMI Limited and each of the entities in the tax consolidated group has agreed to pay a tax equivalent payment to or from the head entity, based on the net accounting profit or loss of the entity and the current rate. Such amounts are reflected in amounts receivable from or payable to other entities in the tax consolidated group.

Entities within the tax consolidated group have adopted the stand-alone approach to measuring current and deferred tax amounts.

		2010 \$'000	2009 \$'000
4.	CURRENT TRADE AND OTHER RECEIVABLES		
	Trade receivables	13,931	12,785
	Allowance for doubtful debts	(39)	(136)
		13,892	12,649
	Other receivables	553	87
	Prepayments	349	389
		14,794	13,125

#### (a) Allowance for doubtful debts

Trade receivables are non-interest bearing and are generally on 30-90 day terms. An allowance for doubtful debts is recognised when there is objective evidence that an individual trade receivable is impaired. An allowance for doubtful debts of \$39 thousand (2009: \$136 thousand) has been recognised by the consolidated entity and \$Nil (2009: \$Nil) by the Company in the current year.

Movements in the allowance for doubtful debts were as follows:

	\$'000	\$'000
At 1 July	136	281
Charge for the year	5	90
Disposed of with business	-	(140)
Amounts written off	(102)	(95)
	39	136

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 4. CURRENT TRADE AND OTHER RECEIVABLES (CONTINUED)

At 30 June, the ageing analysis of trade receivables is as follows:

	Total	0-30 days within credit terms	31-60 days within credit terms	31-60 days PDNI*	61-90 days within credit terms	61-90 days PDNI*	61-90 days Cl**	+91 days PDNI*	+91 days CI**
2010									
Consolidated	13,931	8,310	3,637	930	288	342	-	385	39
2009									
Consolidated	12,785	7,209	3,955	-	357	448	1	680	135

<sup>\*</sup> Past due not impaired ('PDNI')

Receivables past due but not considered impaired are: Consolidated \$1,657 (2009: \$1,128). Payment terms on these amounts have not been re-negotiated however in most cases credit has been stopped until full payment is made. Each operating unit has been in direct contact with the relevant debtor and is satisfied that payment will be received in full.

Other balances within trade and other receivables do not contain impaired assets and are not past due. It is expected that these other balances will be received when due.

#### (b) Fair value and credit risk

Due to the short-term nature of these receivables, their carrying value is assumed to approximate their fair value.

The maximum exposure to credit risk is the fair value of receivables. Collateral is not held as security, nor is it the consolidated entity's policy to transfer (on-sell) receivables to special purpose entities.

## (c) Foreign exchange and interest rate risk

Detail regarding foreign exchange and interest rate risk exposure is disclosed in note 32.

		2010 \$'000	2009 \$'000
5.	CURRENT INVENTORIES		
	At Cost		
	Raw materials and stores	3,489	3,797
	Work in progress	2,054	668
	Finished goods	15,142	16,416
		20,685	20,881

Raw materials with a cost of \$17 thousand (2009:\$199 thousand) and finished goods with a cost of \$1,306 thousand (2009:\$790 thousand) have been provided for obsolescence and the inventories have been carried at a net realisable value of nil.

<sup>\*\*</sup> Considered impaired ('CI')

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

6.

	2010 \$'000	2009 \$'000
PARENT ENTITY INFORMATION		
Information relating to CMI Limited:		
Current assets	7,300	15,777
Total assets	52,882	62,103
Current liabilities	865	2,124
Total liabilities	865	3,124
Issued capital	70,103	70,103
Retained earnings	(18,248)	(11,286)
Employee Equity-settled Benefits Reserve	162	162
Total shareholders' equity	52,017	58,979
Profit or loss of the parent entity	(6,963)	3,951
Total comprehensive income of the parent entity	(6,963)	3,951
Details of any guarantees entered into by the parent entity in relation to the debts of its subsidiaries.	12,709	8,946
* Guarantees arising from the deed of cross-guarantee with other entities in the wholly- owned group (i)		
Details of any contingent liabilities of the parent entity.	1,186	214
* Guarantees issued to bank in respect of overseas purchases and lease of premises (ii)		
Details of any contractual commitments by the parent entity for the acquisition of property, plant or equipment.	N/A	N/A

- (i) The company has entered into a deed of cross-guarantee with certain wholly-owned subsidiaries. The amount disclosed as a contingent liability represents total liabilities of the group of companies' party to that class order less the liabilities of the parent entity. The extent to which an outflow of funds will be required is dependent on the future operations of the entities that are party to the deed of cross-guarantee being more or less favourable than currently expected. The deed of cross-guarantee will continue to operate indefinitely. The fair value of these guarantees has not been recognised as they are not considered material.
- (ii) A number of contingent liabilities arise as a result of guarantees made directly to financing organisations in respect of overseas purchases, lease of premises and payment of business. The amount disclosed represents the aggregate amount of such guarantees. The extent to which an outflow of funds will be required is dependent on the satisfaction of the obligations under the terms of the overseas purchases, leases and loans subject to the guarantees. The fair value of these guarantees has not been recognised as they are not considered material. The contingent liabilities are not recognised in the accounts as it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

		2010 \$'000	2009 \$'000
7.	OTHER NON-CURRENT FINANCIAL ASSETS		
	At fair value		
	Loan Receivable	8,500	16,500
		8,500	16,500

Associated with the sale of the engineering business was a loan provided by CMI Limited to the purchaser to purchase the business with a \$17 million face value. The loan instrument has embedded early repayment discount features that allow for discounts of up to \$3 million. This discount decreases in proportion to the amount of early repayments until the expiry of the three year term of the loan. The \$17 million loan had been recorded by CMI at its fair value of \$14 million at 30 June 2008 and classed as a current financial asset as it was expected to be repaid in the following 12 month period. The loan bears interest on normal terms. The loan is secured by a second ranking fixed and floating charge over CMI Industrial Pty Ltd behind the National Australia Bank and a personal guarantee from M.J. Hofmeister of \$2.5 million. On recognition the directors assessed the fair value of this loan to be \$14 million and not its face value of \$17 million. Any premium received above \$14 million was to be recorded as interest income.

As at 30 June 2009 two discount repayment periods had expired and the directors expected the third, fourth and fifth discount periods to expire in October 2009, April and October 2010. The loan was carried at \$16.5 million at 30 June 2009.

On a regular basis the Board of CMI has assessed the recoverable value of the loan by assessing if there is any objective evidence of impairment as a result of one or more events that have occurred. On 24 June 2010 the Board determined that objective evidence of impairment in the loan balance existed (based on information provided by the borrower and other external sources) and again re-assessed the estimated future cash flows from this asset. As a result of this the loan's carrying value exceeded its recoverable value by \$8 million and an impairment expense and provision for this amount was recorded.

In forming the accounts at 30 June 2010 and subsequent to this date the Board's assessment of the loan's recoverable value has not changed with respect to this loan.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

	CONSOLIDATED			
	Freehold land and buildings \$'000	Plant and Equipment \$'000	Equipment under finance lease \$'000	Total \$'000
B. PROPERTY, PLANT AND EQUIPMENT				
Gross Carrying Amount				
Balance at 1 July 2008 (at cost)	-	11,485	1,556	13,041
Additions	-	406	393	799
Transfers	-	30	(30)	-
Disposals	-	(3,768)	(146)	(3,914)
Balance at 1 July 2009 (at cost)	-	8,153	1,773	9,926
Additions	-	1,102	-	1,102
Additions from acquisitions of subsidary	-	348	-	348
Transfers	-	736	(736)	-
Disposals	-	(1,924)	(317)	(2,241)
Balance at 30 June 2010 (at cost)	-	8,415	720	9,135
Accumulated Depreciation / Amortisation / Impairment				
Balance at 1 July 2008	-	(6,560)	(418)	(6,978)
Disposals	-	2,887	92	2,979
Transfers	-	(29)	29	-
Depreciation expense (i)	-	(678)	(164)	(842)
Impairment losses charged to profit (ii)	-	(423)	-	(423)
Balance at 1 July 2009	-	(4,803)	(461)	(5,264)
Disposals	-	1,070	116	1,186
Transfers	-	(166)	166	-
Depreciation expense (i)	-	(528)	(104)	(632)
Impairment losses charged to profit (ii)	-	(126)	-	(126)
Net foreign currency exchange differences	-	(2)	-	(2)
Balance at 30 June 2010		(4,555)	(283)	(4,838)
Net Book Value				
As at 30 June 2009		3,350	1,312	4,662
As at 30 June 2010		3,860	437	4,297

- (i) Aggregate depreciation allocated during the year is recognised as an expense and depreciation from continuing operations is disclosed in note 2 to the financial statements
- (ii) During the financial year, the consolidated entity assessed the recoverable amount of plant and equipment, and determined that plant and equipment associated with the consolidated entity's TJM operation was impaired by \$126 thousand. The recoverable amount of the engineered components operations was assessed by reference to the cash-generating unit's value in use. A pre-tax discount factor of 21.473% p.a. was applied in the value in use model. The main factor contributing to the impairment of the cash-generating unit during the financial year was the closure of the retail stores.

During the prior financial year, the consolidated entity assessed the recoverable amount of plant and equipment, and determined that plant and equipment associated with the consolidated entity's TJM operation was impaired by \$423 thousand. The recoverable amount of the engineered components operations was assessed by reference to the cashgenerating unit's value in use. A pre-tax discount factor of 21.550% p.a. was applied in the value in use model. The main factor contributing to the impairment of the cash-generating unit during the financial year were the loss of sales volume due to the state of the market in which TJM operates is currently depressed due to the global economic crisis, particularly in the automotive industry.

The impairment losses of the plant and equipment are included in the line item 'Impairment expense' in the net income.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

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	2010 \$'000	2009 \$'000
9. GOODWILL	¥ 000	<b>4</b> 555
Gross Carrying Amount		
Balance at beginning of the financial year	8,318	10,221
Disposals	-	(1,903)
Balance at end of the financial year	8,318	8,318
Accumulated Impairment Losses		
Balance at beginning of the financial year	(1,468)	(1,898)
Disposals	-	1,898
Impairment losses for the year (i)	-	(1,468)
Balance at end of the financial year	(1,468)	(1,468)
Net Book Value		
At the beginning of the financial year	6,850	8,323
At the end of the financial year	6,850	6,850

(i) In the prior financial year, the consolidated entity assessed the recoverable amount of goodwill, and determined that goodwill associated with the consolidated entity's TJM operation was impaired by \$1,468 thousand. The recoverable amount of the TJM operations was assessed by reference to the cash-generating unit's value in use. A pre-tax discount factor of 21.550% p.a. was applied in the value in use model. The main factor contributing to the impairment of the cash-generating unit at the time was the market in which TJM operates was currently depressed due to the global economic crisis, particularly in the automotive industry.

The impairment losses of goodwill are included in the line item 'Impairment expense' in the Statement of Comprehensive Income for continuing operations.

#### Allocation of goodwill to cash-generating units

Goodwill has been allocated for impairment testing purposes to two groups of cash-generating units, as follows:

- Engineered Components (TJM) division and
- Electrical Components division.

The carrying amount of goodwill allocated to cash-generating units that are significant in aggregate is as follows:

	\$'000	\$'000
Engineered Components (TJM)	-	_
Electrical Components	6,850	6,850
	6,850	6,850

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 9. GOODWILL (CONTINUED)

#### **Engineered Components (TJM)**

The engineered components operating units produce similar products, and their recoverable amounts are based on some of the same key assumptions. The recoverable amount of the cash-generating unit is determined based on a value in use calculation which uses cash flow projections based on financial budgets approved by management covering a five year period with a terminal value, and a pre-tax discount rate of 21.473% p.a. (2009: 21.550% p.a.). Management believes that any reasonably possible change in the key assumptions on which recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit materially.

#### **Electrical Components**

The electrical components operating units produce similar products, and their recoverable amounts are based on some of the same key assumptions. The recoverable amount of the cash-generating unit is determined based on a value in use calculation which uses cash flow projections based on financial budgets approved by management covering a five year period with a terminal value, and a pre-tax discount rate of 21.473% p.a. (2009: 21.550% p.a.). Management believes that any reasonably possible change in the key assumptions on which recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

The key assumptions used in the value in use calculations for the various significant cash-generating units are as follows:

Key assumption	Engineered Components	Electrical Components		
Budgeted EBITDA	Budgeted EBITDA, which is consistent with past	experience.		
Budgeted profits	efficiency improvements. This reflects past exper	ofits achieved in the period immediately before the budget period, increased for expected ficiency improvements. This reflects past experience. Management expects efficiency approvements of 1-3% per year to be reasonably achievable.		
Budgeted CAPEX	udgeted CAPEX Budgeted CAPEX during the budget period. Management expects increases of 3% per year to reasonable allowance for increase in CAPEX costs.			

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

	CONSOLIDATED			
	Capitalised Development \$'000	Brand names \$'000	Other \$'000	Total \$'000
. OTHER INTANGIBLE ASSETS				
Gross carrying amount				
Balance at 1 July 2008	8,664	22,692	-	31,356
Additions through internal developments	1,220	-	-	1,220
Acquisitions	-	-	787	787
Transfers	(26)	-	26	-
Disposals	(1,367)	(17,000)	-	(18,367)
Balance at 1 July 2009	8,491	5,692	813	14,996
Additions through internal developments	868	-	-	868
Acquisitions	-	-	10	10
Balance at 30 June 2010	9,359	5,692	823	15,874
Accumulated amortisation and impairment				
Balance at 1 July 2008	(6,091)	(18,329)	-	(24,420)
Amortisation expense (i)	(1,115)	(143)	(51)	(1,309)
Transfers	5	-	(5)	-
Disposals	1,367	17,000	-	18,367
Impairment losses charged to profit or loss (ii)	(2,274)	(4,220)	-	(6,494)
Balance at 1 July 2009	(8,108)	(5,692)	(56)	(13,856)
Amortisation expense (i)	(112)	-	(123)	(235)
Balance at 30 June 2010	(8,220)	(5,692)	(179)	(14,091)
Net Book Value				
As at 30 June 2009	383	-	757	1,140
As at 30 June 2010	1,139	-	644	1,783

- Amortisation expense is included in the line item 'Depreciation and amortisation expense' in the Statement of Comprehensive Income.
- (ii) During the 2009 financial year, the consolidated entity assessed the recoverable amount of intangible assets, and determined that capitalised development and brand names associated with the consolidated entity's TJM operations were impaired by \$6,494 thousand. The recoverable amount of the financial services operations was assessed by reference to the cash-generating unit's value in use. A discount factor of 21.550% p.a. was applied in the value in use model.

The main factor contributing to the impairment of the cash-generating unit is the market in which TJM operates is currently depressed due to the global economic crisis, particularly in the automotive industry.

Impairment losses of intangible assets are included in the line item 'Impairment expense' in the Statement of Comprehensive Income and 'Impairment expense' in note 35 for discontinuing operations.

#### Significant intangible assets

The consolidated entity includes the brand name TJM (2009: TJM). The carrying amount of the TJM brand name was fully impaired in the prior year to \$nil.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

		CONSOLIDATED	
		2010 \$'000	2010 \$'000
11.	CURRENT TRADE AND OTHER PAYABLES		
	Trade payables	6,302	4,668
	Other creditors & accruals	2,435	2,787
		8,737	7,455

#### (a) Fair value

Due to the short-term nature of these payables, their carrying value is assumed to approximate their fair value.

#### (b) Financial guarantees

The consolidated entity has provided guarantees as outlined in note 31. The fair value of these guarantees has not been recognised as they are not considered material.

#### (c) Terms of payables

Trade payables are non-interest bearing and are generally on 30-60 day terms.

#### 12. CURRENT BORROWINGS

#### Unsecured

At amor	usea	cost.	

Other loans from other entities	48	49
	48	49
Secured		
At amortised cost:		
Bank Overdraft (i)	-	-
Finance Lease Liabilities (ii) (Note 17)	209	441
	209	441
	257	490

- i) Secured by a fixed and floating charge over the assets and undertaking of the consolidated entity.
- ii) Secured over the assets leased; part of a \$3.85 million lease facility (2009: \$3.85 million).

#### (a) Fair values

Due to the short-term nature of these payables, their carrying value is assumed to approximate their fair value.

#### (b) Interest rate, foreign exchange and liquidity risk

Details regarding interest rate, foreign exchange and liquidity risk is disclosed in note 32.

#### (c) Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current interest bearing liabilities are:

Bills of exchange - Fixed and Floating	66,019	64,008
Leased asset charges	437	1,312
Total assets pledged as security	66,456	65,320

The specific terms and conditions related to the above pledges include repayment requirements, security undertakings and quarterly reporting on bank covenants relating to financial charges cover, capital adequacy, operating leverage and dividend payout ratio.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 12. CURRENT BORROWINGS (CONTINUED)

#### (d) Set-off assets and liabilities

The consolidated entity has no set-off rights apart from cash as detailed in note 30(a).

#### (e) Defaults and breaches

During the current year the consolidated entity EBITDA variance covenant on bank borrowings was triggered due to the impairment expense of the CMI Industrial Pty Ltd Receivable. The consolidated entity had no borrowings under the Multi-Option and Bill Acceptance/Discount Facility with National Australia Bank (note 30(d)(i)) at 30 June 2010 and therefore did not require a waiver of this variance from its bankers.

During the prior year the consolidated entity was in breach of its borrowing covenants on bank financial liabilities, in particular financial charges cover and operating leverage ratio, due to the impairment expense of the TJM division and a loan to discontinuing operations of the finance division. The consolidated entity received a waiver of these breaches from its bankers prior to 30 June 2009.

		CONS	SOLIDATED
		2010 \$'000	2009 \$'000
13.	CURRENT PROVISIONS		
	Employee benefits (Note 16)	1,207	598
	Restructure (Note 16)	-	663
	Onerous Leases (Note 16)	242	-
		1,449	1,261
14.	NON-CURRENT BORROWINGS		
	Secured		
	At amortised cost:		
	Bills of Exchange (i)	-	1,000
	Finance Lease Liabilities (ii) (Note 17)	331	570
		331	1,570

- i) Secured by a fixed and floating charge over the assets and undertaking of the consolidated entity.
- ii) Secured over the assets leased; part of a \$3.85million lease facility (2009: \$3.85 million).

## (a) Fair values

Due to the variable interest rate of these payables, their carrying value is assumed to approximate fair value.

#### 15. NON-CURRENT PROVISIONS

Employee benefits (Note 16)	53	550
Onerous Leases (Note 16)	247	-
	300	550

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

		CONSOLIDATED			
		Employee Benefits (i) \$'000	Onerous Leases (ii) \$'000	Restructure (iii) \$'000	Rebates (iv) \$'000
16.	PROVISIONS				
	Balance at 30 June 2008	1,143	-	-	250
	Additional provisions recognised	847	-	663	-
	Disposals	(842)	-	-	(250)
	Balance at 30 June 2009	1,148	-	663	-
	Additional provisions recognised	112	489	(663)	-
	Balance at 30 June 2010	1,260	489	-	-
	Current (note 13)	1,207	242	-	-
	Non-current (note 15)	53	247	-	-
		1,260	489	-	-
	Non-current (note 15)			-	

- i) The provision for employee benefits represents the aggregate amount of annual leave and long service leave entitlements.
- ii) The provision for onerous leases represents future costs expected to be incurred in relation to the TJM retail premises closed during the year.
- iii) The provision for restructure represents disposal costs incurred for the disposal of Capitalcorp Finance and Leasing Pty Ltd.
- iv) The provision for rebates represents future rebates expected to be claimed by insurance and finance providers on previously paid commissions due to cancellation or early completion of contracts.

#### 17. LEASES

### **Finance Leases**

#### Leasing arrangements

Finance leases relate to plant and equipment with lease terms of between 3 to 5 years. The consolidated entity has options to purchase the plant and equipment for a nominal amount at the conclusion of the lease agreements.

	Minimum Future Lease Payments		Present Value of Minimum Future Lease Payments		
	CONSO	LIDATED	CONSOLIDATED		
	2010 \$'000	2009 \$'000	2010 \$'000	2009 \$'000	
No later than 1 year	247	507	209	441	
Later than 1 year and not later than 5 years	350	628	331	570	
Later than 5 years	-	-	-	-	
Minimum finance lease payments	597	1,135	540	1,011	
Less future finance charges	(57)	(124)	-	-	
Present value of minimum lease payments	540	1,011	540	1,011	
Included in the financial statements as:					
Current (Note 12)	209	441	209	441	
Non-current (Note 14)	331	570	331	570	
	540	1,011	540	1,011	

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 17. LEASES (CONTINUED)

## **Operating Leases**

#### Leasing arrangements

Operating leases relate to property, plant and equipment with lease terms of between 1 to 13 years. All leases are non-cancellable, operate under normal commercial terms and conditions, and are payable on a monthly or quarterly basis. The consolidated entity does not have an option to purchase the leased asset at the expiry of the lease period.

			CONSOLIDATED	
			2010 \$'000	2009 \$'000
Non-cancellable operating leases				
Not later than 1 year			2,309	2,451
Later than 1 year but not later than 5 years			4,529	5,838
Later than 5 years			-	175
			6,838	8,464
18. ISSUED CAPITAL				
33,752,634 (2009: 33,752,634) fully paid ordinary s	hares		37,227	37,227
28,005,311 fully paid Class A shares (2009: 28,005,5 paid Class A shares)	311 fully		32,876	32,876
			70,103	70,103
	20	10	20	09
	No.		No.	
	'000	\$'000	'000	\$'000
Fully Paid Ordinary Shares				
Balance at beginning of financial year	33,753	37,227	33,753	37,227
Balance at end of financial year	33,753	37,227	33,753	37,227
Fully paid ordinary shares carry one vote per share carry the right to dividends.	and			
Class A Shares				
Balance at beginning of financial year	28,005	32,876	28,005	32,876
Balance at end of financial year	28,005	32,876	28,005	32,876

The Class A shares are irredeemable and are entitled to only vote in specific circumstances. These shares carry the right to a preferred ranking over ordinary shares for payment of dividends. The dividends are non-cumulative.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

Dividends provided for or paid Balance at end of financial year

		CONSOLIDATED	
		2010 \$'000	2009 \$'000
9.	RESERVES		
	a) Reserves Comprise:		
	Employee Equity-settled Benefits Reserve	162	162
	Foreign Currency Translation Reserve	80	-
		242	162
	b) Movements in Reserves		
	Foreign Currency Translation Reserve		
	Balance at beginning of financial year	-	-
	Translation of foreign operations	80	-
	Balance at end of financial year  Exchange differences relating to the translation from China RMB, being the functional current foreign controlled entity in the People's Republic of China, into Australian dollars are brough		
	Exchange differences relating to the translation from China RMB, being the functional current	ncy of the consol	
	Exchange differences relating to the translation from China RMB, being the functional currer foreign controlled entity in the People's Republic of China, into Australian dollars are brough directly to the foreign currency translation reserve.  Employee Equity-settled Benefits Reserve	ncy of the consol	
	Exchange differences relating to the translation from China RMB, being the functional current foreign controlled entity in the People's Republic of China, into Australian dollars are brough directly to the foreign currency translation reserve.	ncy of the consol t to account by e	entries made
	Exchange differences relating to the translation from China RMB, being the functional current foreign controlled entity in the People's Republic of China, into Australian dollars are brough directly to the foreign currency translation reserve.  Employee Equity-settled Benefits Reserve  Balance at beginning of financial year	ncy of the consol t to account by e	entries made
	Exchange differences relating to the translation from China RMB, being the functional currer foreign controlled entity in the People's Republic of China, into Australian dollars are brough directly to the foreign currency translation reserve.  Employee Equity-settled Benefits Reserve  Balance at beginning of financial year  Share-based payment	ncy of the consol t to account by e	entries made
	Exchange differences relating to the translation from China RMB, being the functional current foreign controlled entity in the People's Republic of China, into Australian dollars are brough directly to the foreign currency translation reserve.  Employee Equity-settled Benefits Reserve  Balance at beginning of financial year  Share-based payment  Transfer to ordinary share capital	ncy of the consol t to account by e 162 - - 162	162 - - 162
	Exchange differences relating to the translation from China RMB, being the functional currer foreign controlled entity in the People's Republic of China, into Australian dollars are brough directly to the foreign currency translation reserve.  Employee Equity-settled Benefits Reserve  Balance at beginning of financial year  Share-based payment  Transfer to ordinary share capital  Balance at end of financial year  The employee equity-settled benefits reserve arises on the issue of options to directors. Further	ncy of the consol t to account by e 162 - - 162	162 - - 162
<b>)</b> .	Exchange differences relating to the translation from China RMB, being the functional currer foreign controlled entity in the People's Republic of China, into Australian dollars are brough directly to the foreign currency translation reserve.  Employee Equity-settled Benefits Reserve  Balance at beginning of financial year  Share-based payment  Transfer to ordinary share capital  Balance at end of financial year  The employee equity-settled benefits reserve arises on the issue of options to directors. Furthe payments to employees is included in note 23 to the financial statements.	ncy of the consol t to account by e 162 - - 162	162 - - 162

(17,464)

(17,015)

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

		2010	2009
		Cents per Share	Cents per Share
21.	EARNINGS PER SHARE – Continuing Operations		
	Basic earnings per share	(4.27)	(2.86)
	Diluted earnings per share	(4.27)	(2.86)

#### **Basic Earnings per Share**

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

	CONSOLIDATED	
	2010 \$'000	2009 \$'000
Earnings (i)	(1,440)	(965)
	No. '000	No. '000
Weighted average number of ordinary shares (ii) (iii)	33,753	33,753

(i) Earnings used in the calculation of basic earnings per share reconciles to net profit/(loss) in the Statement of Comprehensive Income as follows:

	CONSOI	CONSOLIDATED	
	2010 \$'000	2009 \$'000	
Net profit/(loss)	(1,440)	(965)	
Class A share dividends declared in respect of the period	-	-	
Earnings used in the calculation of basic EPS	(1,440)	(965)	

<sup>(</sup>ii) Options are considered to be potential ordinary shares and are therefore excluded from the weighted average number of ordinary shares used in the calculation of basic earnings per share. Where dilutive, potential ordinary shares are included in the calculation of diluted earnings per share (refer below).

(iii) Class A shares are excluded on the basis that they are not convertible to ordinary shares.

#### **Diluted Earnings per Share**

The earnings and weighted average number of ordinary and potential ordinary shares used in the calculation of diluted earnings per share are as follows:

Earnings (i)	(1,440)	(965)
	No. '000	No. '000
Weighted average number of ordinary and potential ordinary shares (ii) (iii)	33,753	33,753

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 21. EARNINGS PER SHARE – Continuing Operations (CONTINUED)

(i) Earnings used in the calculation of diluted earnings per share reconciles to net profit/(loss) in the statement of financial performance as follows:

	CONS	CONSOLIDATED	
	2010 \$'000	2009 \$'000	
Net profit/(loss)	(1,440)	(965)	
Class A share dividends provided for or paid	-	-	
Earnings used in the calculation of diluted EPS	(1,440)	(965)	

(ii) Weighted average number of ordinary shares and potential ordinary shares used in the calculation of diluted earnings per share reconciles to the weighted average number of ordinary shares used in the calculation of basic earnings per share as follows:

	No. '000	No. '000
Weighted average number of ordinary shares used in the calculation of basic EPS (ii) (iii)	33,753	33,753
Share options (iv)	-	-
Weighted average number of ordinary shares and potential ordinary shares used in the calculation of diluted EPS	33,753	33,753

- (iii) Class A shares are excluded on the basis that they are not convertible to ordinary shares.
- (iv) The Share options are not dilutive due to the earnings of the group being a loss.

## **Continuing and Discontinuing Operations**

	2010	2010	2009
	Cents per Share	Cents per Share	
Basic earnings per share	(1.33)	(4.38)	
Diluted earnings per share	(1.33)	(4.38)	

## **Basic Earnings per Share**

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

	CONSO	CONSOLIDATED	
	2010 \$'000	2009 \$'000	
Earnings (i)	(449)	(1,479)	
	No. '000	No. '000	
Weighted average number of ordinary shares (ii) (iii)	33,753	33,753	

(i) Earnings used in the calculation of basic earnings per share reconciles to net profit/(loss) in the statement of comprehensive income as follows:

	CONSO	CONSOLIDATED	
	2010 \$'000	2009 \$'000	
Net profit/(loss)	(449)	(1,479)	
Class A share dividends declared in respect of the period	-	-	
Earnings used in the calculation of basic EPS	(449)	(1,479)	

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#### 21. EARNINGS PER SHARE – Continuing and Discontinuing Operations (CONTINUED)

- (ii) Options are considered to be potential ordinary shares and are therefore excluded from the weighted average number of ordinary shares used in the calculation of basic earnings per share. Where dilutive, potential ordinary shares are included in the calculation of diluted earnings per share (refer below).
- (iii) Class A shares are excluded on the basis that they are not convertible to ordinary shares.

#### **Diluted Earnings per Share**

The earnings and weighted average number of ordinary and potential ordinary shares used in the calculation of diluted earnings per share are as follows:

	CONSOLIDATED	
	2010 \$'000	2009 \$'000
Earnings (i)	(449)	(1,479)
	No. '000	No. '000
Weighted average number of ordinary and potential ordinary shares (ii) (iii)	33,753	33,753

(i) Earnings used in the calculation of diluted earnings per share reconciles to net profit/(loss) in the statement of financial performance as follows:

	\$'000	\$'000
Net profit/(loss)	(449)	(1,479)
Class A share dividends provided for or paid	-	<u>-</u> _
Earnings used in the calculation of diluted EPS	(449)	(1,479)

(ii) Weighted average number of ordinary shares and potential ordinary shares used in the calculation of diluted earnings per share reconciles to the weighted average number of ordinary shares used in the calculation of basic earnings per share as follows:

	No. '000	No. '000
Weighted average number of ordinary shares used in the calculation of basic EPS (ii) (iii)	33,753	33,753
Share options (iv)	-	-
Weighted average number of ordinary shares and potential ordinary shares used in the		
calculation of diluted EPS	33,753	33,753

- (iii) Class A shares are excluded on the basis that they are not convertible to ordinary shares.
- (iv) The Share options are not dilutive due to the earnings of the group being a loss.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

22.

	2010 Cents per Share	2010 Total \$'000	2009 Cents per Share	2009 Total \$'000
DIVIDENDS				
Recognised Amounts				
Fully Paid Ordinary Shares:				
Interim dividend - franked to 30% tax rate	-	-	-	-
Final dividend - franked to 30% tax rate	-	-	-	-
Class A Shares:				
Quarterly interim dividends - franked to 30% tax rate	-	-	-	-
Final dividend – franked to 30% tax rate	<u> </u>	-	-	-
		-		-
Unrecognised Amounts				
Fully Paid Ordinary Shares:				
Final dividend - franked to 30% tax rate	-	-	-	-
Class A Shares:				
Final dividend – franked to 30% tax rate	-	-	-	-
		-		-

On the basis that directors will continue to publicly recommend dividends in respect of ordinary shares and Class A shares subsequent to reporting date, in future financial reports the amount disclosed as "recognised" will be the final dividend in respect of the prior financial year, and the interim dividend in respect of the current financial year.

The consolidated entity's adjusted franking account balance on a tax paid basis is \$5,463 thousand (2009: \$5,523 thousand). The impact on the consolidated entity's franking account balance of dividends not recognised is \$NIL thousand (2009: \$NIL thousand).

#### 23. EMPLOYEE INCENTIVE SCHEME

The company has an ownership-based remuneration scheme for employees. In accordance with the provisions of the scheme, as approved by shareholders at a general meeting, the Board may invite, on terms and conditions the Board determines, employees to apply for options.

The exercise price of the options will be generally at the weighted average price of shares in the company traded on the ASX in the 20 trading days prior to the issue of the options. However, the scheme provided for an initial option issue to a number of existing employees.

20% of the options issued to any employee pursuant to the scheme will be able to be exercised by the employee for each year of employment by the company of the employee, to a maximum of 5 years employment. The options can be exercised at any time in the 5 years after the date of their issue, although any employee who leaves the employ of the company will need to exercise their options within 90 days of termination of their employment. All options carry no voting rights and do not entitle the holder to dividends.

On 16 April 2008 Director options were issued and are able to be exercised immediately. The options can be exercised at any time in the 5 years after the date of their issue. All options carry no voting rights and do not entitle the holder to dividends.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010  $\,$ 

## 23. EMPLOYEE INCENTIVE SCHEME (CONTINUED)

Employee incentive scheme	20	10	20	09
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Balance at beginning of year (i)	600,000	1.20	610,000	1.22
Granted during the financial year (ii)	-	-	-	-
Exercised during the financial year (iii)	-	-	-	-
Expired during the year	-	-	10,000	2.22
Balance at end of the financial year (iv)	600,000	1.20	600,000	1.20

Options were priced in the 2008 financial year using the Black-Scholes option pricing model. Expected volatility was based on the historical share price volatility over the prior 2.5 years.

Inputs into the model	Option Series			
	Issued 16 April 2008	Issued 27 April 2004		
Grant date share price	\$1.10	\$2.18		
Exercise price	\$1.20	\$2.22		
Expected volatility	45%	30.00%		
Option life	2.5 years	5 years		
Dividend yield	2.0%	5.50%		
Risk-free interest rate	6.9%	5.25%		
Fair value at grant date	\$0.27	\$0.02		

## (i) Balance at beginning of the financial year

2010 Option – Series	No.	Grant date	Expiry/Exercise date	Exercise Price \$
Issued 16 April 2008	600,000	16/04/08	15/04/13	1.20
2009 Option – Series	No.	Grant date	Expiry/Exercise date	Exercise Price \$
Issued 27 April 2004	10,000	27/04/04	27/04/09	2.22
Issued 16 April 2008	600,000	16/04/08	15/04/13	1.20

## (ii) Granted during the financial year

2010 Option – Series	No.	Grant date	Expiry/Exercise date	Exercise Price \$
-	-	-	-	-
2009 Option – Series	No.	Grant date	Expiry/Exercise date	Exercise Price \$
-	-	-	-	-

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

## 23. EMPLOYEE INCENTIVE SCHEME (CONTINUED)

## (iii) Exercised during the financial year

2010 Option – Series	No. of options exercised	Grant date	Exercise date	Expiry date	Exercise Price \$	No. of shares issued	Fair value received \$	Fair value of shares at date of issue \$
-	-	-	-	-	-	-	-	-
2009 Option – Series	No. of options exercised	Grant date	Exercise date	Expiry date	Exercise Price \$	No. of shares issued	Fair value received \$	Fair value of shares at date of issue \$
-	-	-	-	-	-	-	-	-

The fair value of the shares at the date of issue was based on the market value at that date.

## (iv) Balance at end of the financial year

2010 Option – Series	No.	Vested No.	Unvested No.	Grant date	Expiry Date	Exercise Price \$
Issued 16 April 2008	600,000	600,000	-	16/04/08	15/04/13	1.20
2009 Option – Series	No.	Vested No.	Unvested No.	Grant date	Expiry Date	Exercise Price \$
Issued 16 April 2008	600,000	600,000	-	16/04/08	15/04/13	1.20

		CONS	CONSOLIDATED	
		2010 \$'000	2009 \$'000	
<b>24.</b>	OTHER CURRENT FINANCIAL ASSET			
	Other Receivables			
	Loan receivable (a)	-	-	
		<u>-</u>	-	
	(a) Refer Note 7			

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		CONSOL	IDATED
		2010 \$	2009 \$
25.	REMUNERATION OF AUDITORS		
	(a) Auditor of the Parent Entity		
	Auditing the financial report of CMI Limited (including half year review)	230,280	298,515
	Other services in relation to the entity and any other entity in the consolidated group		
	Tax compliance	94,769	-
	Other non-audit services	25,300	-
		350,349	298,515

The auditor of CMI Limited is Ernst & Young (2009: Deloitte Touche Tohmatsu).

#### 26. OPERATING SEGMENT

#### **CONTINUING OPERATIONS**

BUSINESS		oducts – estic		Products – erseas Electri		ectrical Components		lidated
	30/06/10 \$'000	30/06/09 \$'000	30/06/10 \$'000	30/06/09 \$'000	30/06/10 \$'000	30/06/09 \$'000	30/06/10 \$'000	30/06/09 \$'000
REVENUE								
External sales	31,716	34,968	489	-	45,583	49,108	77,788	84,706
Inter-segment sales (i)	-	-	1,398	-	19	-	1,417	
Other revenue	4,017	-	-	-	-	-	4,017	
Total Segment Revenue	35,733	34,968	1,887	-	45,602	49,108	83,222	84,076
Interest income							1,337	3,810
Inter-segment eliminations							(1,417)	(891)
Total revenue per the Statement of Comprehensive Income							83,142	86,995
RESULT								
Segment result	(1,260)	(14,313)	(154)	-	10,941	11,885	9,528	(2,428)
		re Income						
Interest income Employee benefits ASX and share register expense	mprenensiv	e Income					1,337 (952) (111) (233)	3,810 (1,093) (117) (407)
Interest income Employee benefits ASX and share register expense Borrowing costs	mprenensiv	e Income					(952) (111)	(1,093) (117)
Interest income Employee benefits ASX and share register expense Borrowing costs Receivable impairment Other expenses from	mprenensiv	e Income					(952) (111) (233)	(1,093) (117)
after tax per the Statement of Co Interest income Employee benefits ASX and share register expense Borrowing costs Receivable impairment Other expenses from ordinary activities Income tax expense	mprenensiv	e Income					(952) (111) (233) (8,000)	(1,093) (117) (407)
Interest income Employee benefits ASX and share register expense Borrowing costs Receivable impairment Other expenses from ordinary activities	mprenensiv	e Income					(952) (111) (233) (8,000) (597)	(1,093 (117 (407 (709 (21
Interest income Employee benefits ASX and share register expense Borrowing costs Receivable impairment Other expenses from ordinary activities Income tax expense Discontinued operations	mprenensiv	e Income					(952) (111) (233) (8,000) (597) (2,412)	(1,093) (117) (407) (709)

<sup>(</sup>i) Inter-segment transactions that occurred during the financial year in the wholly-owned group comprised the sale and purchase of goods at cost plus a margin to cover freight and other incidentals where applicable.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

## **26. OPERATING SEGMENT (CONTINUED)**

BUSINESS			Products – Oomestic	T.	M Product Overseas	s –	Elect Compo		Consol	idated
		30/06/1 \$'000				/06/09 :	30/06/10 \$'000	30/06/09 \$'000	30/06/10 \$'000	30/06/09 \$'000
SEGMENT ASSETS	}									
Segment assets		18,45	53 16,0	)71 1	,550	-	29,998	30,411	50,001	46,482
Reconciliation of se	gment asse	ts to the St	atement of	f Financial	Position					
Cash and cash equiv	alents								6,934	1,177
Other financial asse	ts								8,500	16,500
Future income tax b	enefits								472	652
Property, Plant & Ed	uipment								7	7
Other assets									367	150
Inter-segment Elimi	nations								175	352
Total assets from co operations per the S Financial Position		f						-	66,456	65,320
SEGMENT LIABIL	ITIES									
Segment liabilities		5,31	15 4,6	659	454	-	4,943	4,286	10,712	8,945
					Position					1.000
Tax Payables									2,501 362	1,000 744 1,381
Tax Payables Other Liabilities Total liabilities from operations per the S									· ·	744
Tax Payables Other Liabilities Total liabilities from operations per the S Financial Position	Statement o	f oducts –	TJM Pro	oducts – 'seas	Elec	ctrical ponents		onciliation to ment of Cash Flows	362 13,575	744
Bank Loan Tax Payables Other Liabilities Total liabilities from operations per the S Financial Position  BUSINESS	Statement o	f oducts –	TJM Pro	oducts –	Elec Com <sub>l</sub>		State 09 30/06/	ment of Cash Flows /10 30/06/0	362 13,575 <b>Con</b>	744 1,381 12,070
Tax Payables Other Liabilities Total liabilities from operations per the S Financial Position	TJM Pro Dom 30/06/10	f oducts – estic 30/06/09	TJM Pro Over 30/06/10	oducts – 'seas 30/06/09	Elec Com <sub>1</sub> 30/06/10	ponents 30/06/0	State 09 30/06/	ment of Cash Flows 110 30/06/0	362 13,575 Con: 9 30/06/1	744 1,381 12,070 solidated 0 30/06/09
Tax Payables Other Liabilities Total liabilities from operations per the S Financial Position  BUSINESS  CASH FLOW	TJM Pro Dom 30/06/10	f oducts – estic 30/06/09	TJM Pro Over 30/06/10	oducts – 'seas 30/06/09	Elec Com <sub>1</sub> 30/06/10	30/06/0 \$'000	State 09 30/06/ \$'00	ment of Cash Flows (10 30/06/0 0 \$'000	362 13,575 Con: 9 30/06/1 \$'000	744 1,381 12,070 solidated 0 30/06/09 \$'000
Tax Payables Other Liabilities Total liabilities from operations per the S Financial Position  BUSINESS  CASH FLOW INFORMATION Net cash flow from	TJM Pro Dom 30/06/10 \$'000	f oducts – estic 30/06/09 \$'000	TJM Pro Over 30/06/10 \$'000	oducts – 'seas 30/06/09	Elec Com <sub>1</sub> 30/06/10 \$'000	30/06/0 \$'000	State  9 30/06/ \$'000	ment of Cash Flows (10 30/06/0 0 \$'000 3) (441	362  13,575  Con: 9 30/06/1 \$'000	744 1,381  12,070  solidated 0 30/06/09 \$'000

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 26. OPERATING SEGMENT (continued)

#### Products and Services within each Business Segment

For management purposes, the consolidated entity is organised into three major operating divisions – electrical components, 4WD components domestic and 4WD components overseas. These divisions are the basis on which the consolidated entity reports its primary segment information. The above business segments derive revenue from the following products and services:

#### **Continuing operations:**

TJM - the design, distribution and marketing of components and parts for 4WD, light commercial and heavy transport vehicles.

Electrical Components - the manufacture of specialist cabling and electrical products for a range of industry sectors.

#### Discontinuing operations:

Engineered Components – the manufacture of precision engineered components, particularly for the automotive industry. Financial Services – the provision of chattel finance to both consumer and commercial borrowers.

## 27. RELATED PARTY DISCLOSURES

#### a) Parent entities

The parent entity in the consolidated entity is CMI Limited.

#### b) Equity interests in subsidiaries

Details of the percentage of ordinary shares held in subsidiaries are disclosed in note 28 to the financial statements.

#### c) Transactions with other related parties

During the 2010 year there were transactions relating to legal fees for \$154,721 with Director Danny Herceg on normal commercial terms and conditions.

During the 2009 year there were transactions relating to legal fees for \$273,271 with Director Danny Herceg on normal commercial terms and conditions.

## d) Transactions with key management personnel and their related entities

#### Key management personnel compensation

Details of key management personnel compensation are disclosed in the Remuneration Report in the Directors Report.

	CONSO	CONSOLIDATED		
	2010 \$	2009 \$		
Short-term employee benefits	1,454,016	1,395,198		
Post-employment benefits	128,325	263,348		
Other long-term benefits	-	-		
Termination benefits	-	-		
Share-based payment	-	-		
	1,582,341	1,658,546		

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 27. RELATED PARTY DISCLOSURES (CONTINUED)

Loans to key management personnel

Loans to key management personnel	Balance at beginning \$	Change to key management personnel \$	Interest not charged \$	Balance at end \$	Number in group
2010	-	-	-	-	-
2009	620,000	(620,000)	-	-	-

## Key management personnel with loans above \$100,000 in the reporting period

Key management personnel are not charged interest on loans provided by the company.

2009	Balance at beginning \$	Interest charged \$	Interest not charged \$	Balance at end \$	Highest in period \$
V. Misztowt*	220,000	-	-	-	220,000
M.D. Laidlaw*	220,000	-	-	-	220,000
D.J. Gallagher*	180,000	-	-	-	180,000

<sup>\*</sup> Employees transferred as part of business sale, 16 April 2008

### g) Key management personnel equity holdings

Fully Paid Ordinary Shares issued by CMI Limited

2010	Balance at 1/7/09 No.	Granted as compensation No.	Received on exercise of options No.	Net other change No.	Balance at 30/6/10 No.	Balance held nominally No.
C.G. Ryan	-	-	-	-	-	-
D. Herceg	500,000	-	-	-	500,000	-
Raymond D. Catelan	11,042,583	-	-	1,377,901	12,420,484	-
Richard D. Catelan	851,632	-	-	-	851,632	-
S.R. Williams	2,000	-	-	-	2,000	-
	12,396,215	-	-	1,377,901	13,774,116	-
2009	Balance at 1/7/08 No.	Granted as compensation No.	Received on exercise of options No.	Net other change No.	Balance at 30/6/09 No.	Balance held nominally No.
C.G. Ryan	-	-	-	-	-	-
D. Herceg	-	-	-	500,000	500,000	-
Raymond. D. Catelan	11,284,066	-	-	(241,483)	11,042,583	-
Richard D. Catelan	351,632	-	-	500,000	851,632	-
S.R. Williams	2,000	-	-	-	2,000	-
I.C. Whittle*	329,104	-	-	-	329,104	-

<sup>\*</sup> Employee was not key management personnel at 30 June 2009, resigned 04 August 2008

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 27. RELATED PARTY DISCLOSURES (CONTINUED)

Class A Shares issued by CMI Limited

2010	Balance at 1/7/09 No.	Granted as compensation No.	Received on exercise of options	Net other change No.	Balance at 30/6/10 No.	Balance held nominally No.
C.G. Ryan	-	-	-	-	-	-
D. Herceg	-	-	-	-	-	-
Raymond D. Catelan	2,069,636	-	-	202,011	2,271,647	-
Richard D. Catelan	-	-	-	-	-	-
	2,069,636	-	-	202,011	2,271,647	-
2009	Balance at 1/7/08 No.	Granted as compensation No.	Received on exercise of options No.	Net other change No.	Balance at 30/6/09 No.	Balance held nominally No.
C.G. Ryan	-	-	-	-	-	-
D. Herceg	-	-	-	-	-	-
Raymond D. Catelan	964,067	-	-	1,105,569	2,069,636	-
Richard D. Catelan	-	-	-	-	-	-
I.C. Whittle*	36,784	-	-	(36,784)	-	-
	1,000,851	-	-	1,068,785	2,069,636	-

<sup>\*</sup> Employee was not key management personnel at 30 June 2009, resigned 04 August 2008

## Share Options issued by CMI Limited

2010	Balance at 1/7/09 No.	Granted as compens- ation No.	Exercised No.	Net other change No.	Balance at 30/6/10 No.	Balance vested at 30/6/10 No.	Vested but not exercise- able No.	Vested and exercis- able No.	Options vested during year No.
C.G. Ryan	300,000	-	-	-	300,000	300,000	-	300,000	-
D. Herceg	300,000	-	-	-	300,000	300,000	-	300,000	-
	600,000	-	-	-	600,000	600,000	-	600,000	-
2009	Balance at 1/7/08 No.	Granted as compens- ation No.	Exercised No.	Net other change No.	Balance at 30/6/09 No.	Balance vested at 30/6/09 No.	Vested but not exercise- able No.	Vested and exercis- able No.	Options vested during year No.
C.G. Ryan	300,000	-	-	-	300,000	300,000	-	300,000	-
D. Herceg	300,000	-	-	-	300,000	300,000	-	300,000	-
J.L. Heslington	10,000	-	-	(10,000)	-	-	-	-	-
	610,000	-	-	(10,000)	600,000	600,000	-	600,000	-

Each share option converts into one ordinary share of CMI Limited on exercise. No amounts are paid or payable by the recipient on receipt of the option.

Further details of options are contained in Note 23 to the financial statements.

#### 28. SUBSIDIARIES AND ASSOCIATES

		Ownership Interest	
Name of Entity	Country of Incorporation	<b>2010</b> %	<b>2009</b> %
	ilicorporation	70	70
Parent Entity:			
CMI Limited	Australia		
Subsidiaries and associates			
CMI Operations Pty Ltd	Australia (i)	100	100
TJM Products Pty Ltd	Australia (i)	100	100
Capitalcorp Finance & Leasing Pty Ltd	Australia (ii)	-	49
Australian Automotive Acceptance Pty Ltd	Australia (iii)	-	49
Australian Loans & Leasing (Qld) Pty Ltd	Australia (iii)	-	49
Autocapital Pty Ltd	Australia (iii)	-	49

- (i) This wholly-owned subsidiary has entered into a deed of cross-guarantee with CMI Limited pursuant to ASIC Class Order 98/1418 and is relieved from the requirement to prepare an audited financial report.
- (ii) This partially-owned associate revoked the deed of cross-guarantee with CMI Limited pursuant to ASIC Class Order 98/1418 as of 17 February 2009. This entity remains a liable party for the deed of cross-guarantee for a period of six months after the date of revocation. The liability in relation to the deed expired with no effect on 19 August 2009.
- (iii) This partially-owned associate is a small proprietary company and is not required to prepare an audited financial report.

The consolidated Statement of Comprehensive Income and Statement of Financial Position of entities which are party to the deed of cross-guarantee are:

	2010 \$'000	2009 \$'000
Statement of Comprehensive Income		
Revenue	83,758	94,374
Other income	855	1,104
Changes in inventories	(164)	(1,672)
Raw materials expense	(46,407)	(48,092)
Sub-contractors expense	(625)	(1,849)
Employee benefits expense	(12,250)	(21,233)
Repairs, maintenance and consumables expense	(800)	(644)
ASX and share register expense	(111)	(117)
Occupancy expense	(3,613)	(3,427)
Travel and communication expense	(1,753)	(2,328)
Freight and cartage expense	(2,393)	(2,854)
Depreciation and amortisation expense	(867)	(2,150)
Finance costs	(298)	(503)
Impairment expense	(8,126)	(9,276)
Other expenses	(5,614)	(5,525)
Profit/(loss) before income tax expense	1,592	(4,192)
Income tax (expense)/benefit	(2,041)	2,713
Profit/(loss) from continuing and discontinuing operations	(449)	(1,479)

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

	2010 \$'000	2009 \$'000
SUBSIDIARIES AND ASSOCIATES (continued)		
Statement of Financial Position		
CURRENT ASSETS		
Cash and cash equivalents	9,052	1,342
Trade and other receivables	14,794	13,125
Inventories	20,685	20,881
TOTAL CURRENT ASSETS	44,531	35,348
NON-CURRENT ASSETS		
Property, plant and equipment	4,297	4,662
Other financial assets	8,500	16,500
Goodwill	6,850	6,850
Other intangible assets	1,783	1,140
Deferred tax assets	495	820
TOTAL NON-CURRENT ASSETS	21,925	29,972
TOTAL ASSETS	66,456	65,320
CURRENT LIABILITIES		
Trade and other payables	8,737	7,455
Borrowings	257	490
Current tax payables	2,501	744
Provisions	1,449	1,261
TOTAL CURRENT LIABILITIES	12,944	9,950
NON-CURRENT LIABILITIES		
Borrowings	331	1,570
Provisions	300	550
TOTAL NON-CURRENT LIABILITIES	631	2,120
TOTAL LIABILITIES	13,575	12,070
NET ASSETS	52,881	53,250
EQUITY		
Issued capital	70,103	70,103
Reserves	242	162
Retained earnings	(17,464)	(17,015)
TOTAL EQUITY	52,881	53,250

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## 29. DETAILS OF ASSOCIATES

	Ownership Interest		Contribution to net profit	
Name of Entity	2010	2009	2010 \$'000	2009 \$'000
Associates	%	%		
Capitalcorp Finance & Leasing Pty Ltd	-	49	-	-
Statement of comprehensive income	\$'000	\$'000		
Aggregate Share of Profits/(Losses)	-	(421)	-	-
Statement of financial position	\$'000	\$'000		
Total Assets	-	1,043		
Total Liabilities	-	(2,705)		
Net Assets	-	(1,662)		
Group's share of associates' net assets	-	-		

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

CONSOLIDATED				
2010	2009	)		
\$'00	0 \$'000	D		

#### 30. NOTES TO THE CASH FLOW STATEMENT

#### a) Reconciliation of cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents includes cash on hand and in banks and investments in money market instruments, net of outstanding bank overdrafts. Cash and cash equivalents at the end of the year as shown in the cash flow statement is reconciled to the related items in the Statement of Financial Position as follows:

Cash and cash equivalents	9,052	1,342
	9,052	1,342
Bank overdraft	-	-
	9,052	1,342
b) Reconciliation of profit for the period to net cash flows from operating activities		
Profit/(loss) for the period	(449)	(1,479)
(Gain)/Loss on disposal of non-current assets	(55)	860
Depreciation and amortisation of non-current assets	867	2,150
Interest income received and receivable	(1,362)	(3,812)
Finance lease interest	65	95
Payment for sale of business	(616)	569
Impairment of non-current assets	8,126	9,276
Increase/(Decrease) in current tax liability	1,757	1,100
Increase/(Decrease) in deferred tax	324	(1,854)
Changes in net assets and liabilities, net of effects from acquisition of businesses:		
(Increase)/Decrease in:		
Current receivables	(2,205)	4,049
Current inventories	197	1,403
Increase/(Decrease) in:		
Current payables	3,896	(4,152)
Current borrowings	-	32
Current provisions	607	399
Non-current provisions	(494)	(136)
Net cash from Operating Activities	10,658	8,500

## c) Non-cash financing and investing activities

During the financial year, the consolidated entity acquired plant and equipment with an aggregate fair value of \$nil thousand (2009: \$393 thousand) by means of finance leases. These acquisitions are not reflected in the cash flow statement.

## d) Financing Facilities

The consolidated entity has the following finance facilities available:

(i) A Multi-Option and Bill Acceptance/Discount Facility with National Australia Bank Limited, reviewed annually

Amount Used	-	1,000
Amount Unused	9,000	8,000
	9,000	9,000
(ii) A Finance Lease Facility with National Australia Bank Limited, reviewed annually		
Amount Used	540	1,011
Amount Unused	3,310	2,839
	3,850	3,850

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

		CONSOLIDATED	
	_	2010 \$'000	2009 \$'000
31.	CONTINGENT LIABILITY/ASSET		
	Guarantees issued to bank in respect of overseas purchases and lease of premises (i)	1,186	214
	Guarantees arising from the deed of cross-guarantee with other entities in the wholly-owned group (ii)	-	-
	_	1,186	214
	Contingent assets (a & b)	-	-

#### (a) Option to Purchase

3

Associated with the sale of the Engineering business and a vendor loan provided by CMI Limited was an option granted to CMI Limited to purchase a portion of the entity that acquired the Engineering business should certain trigger events such as failure to repay the vendor loan, failure to transfer certain leases or failure to settle creditors occur. This option will remain in existence for a period of three years, expiring in 2011 or less should the vendor loan be repaid. Exercise of the option by CMI Limited would require the surrender of the vendor loan. The directors have assessed the fair value of this option as \$nil at 30 June 2010.

#### (b) TJM Warehouse Fire

On 16 October 2009 a fire took place at the head office of the TJM business Unit. As a result of this fire the TJM and Corporate business units of CMI Limited incurred interruptions to business and trading activities. The CMI Limited Group carries appropriate and adequate Fire and Business Interruption insurance for these events and disruptions.

A claim for Material Damage, Additional Increased Cost of Working and Loss of Gross Profit incurred between October 2009 and June 2010 has been submitted to CMI's insurers. The claim has not been recognised as a receivable as at 30 June 2010. During the 2010 financial year, the insurers made a preliminary payment on account of an amount of \$4.0 million (net of deductible). The insurers continue to review the lodgement to consider a further payment on account.

The claim cannot be reliably measured at the reporting date and disclosure of further information about this matter would be prejudicial to the interests of the group.

- (i) A number of contingent liabilities arise as a result of guarantees made directly to financing organisations in respect of overseas purchases, lease of premises and payment of business. The amount disclosed represents the aggregate amount of such guarantees. The extent to which an outflow of funds will be required is dependent on the satisfaction of the obligations under the terms of the overseas purchases, leases and loans subject to the guarantees. The fair value of these guarantees has not been recognised as they are not considered material. The contingent liabilities are not recognised in the accounts as it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation.
- (ii) As detailed in note 28, the company has entered into a deed of cross-guarantee with certain wholly-owned subsidiaries. The amount disclosed as a contingent liability represents total liabilities of the group of companies' party to that class order less the liabilities of the parent entity. The extent to which an outflow of funds will be required is dependent on the future operations of the entities that are party to the deed of cross-guarantee being more or less favourable than currently expected. The deed of cross-guarantee will continue to operate indefinitely. The fair value of these guarantees has not been recognised as they are not considered material.

#### Commitments

#### TJM Shenzhen Capital Commitment

At 30 June 2010 CMI Limited have a commitment to contribute A\$51,226 (US\$43,660) in capital by 30 September 2011. The commitment relates to contributions to the registered capital of the company in accordance with TJM Shenzhen's articles of association.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The consolidated entity's principal financial instruments comprise receivables, sundry receivables, payables, sundry payables, bank loans and overdrafts, bills of exchange, finance leases and cash.

The consolidated entity does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

The consolidated entity's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates.

The Board reviews and agrees policies for managing each of these risks as summarised below.

Primary responsibility for identification and control of financial risks rests with the Board. The Board reviews and agrees policies for managing each of the risks identified below, including the setting of limits for trading derivatives, hedging foreign currency and interest rate risk, credit allowances, and future cash flow forecast projections.

#### Risk Exposures and Responses

#### Interest rate risk

The consolidated entity's exposure to market interest rates relates primarily to the consolidated entity's long-term debt and overdraft obligations. The level of debt is disclosed in notes 12 and 14.

At balance date, the consolidated entity had the following mix of financial assets and liabilities exposed to Australian Variable interest rate risk that are not designated in cash flow hedges:

CONCOLIDATED

**Dact Tay Drafit** 

CUNSUI	CONSOLIDATED	
2010 \$'000	2009 \$'000	
9,052	1,342	
8,500	16,500	
17,552	17,842	
-	-	
<del></del>	(1,000)	
-	(1,000)	
17,552	16,842	
	2010 \$'000 9,052 8,500 17,552	

The consolidated entity's policy is to manage its finance costs using a mix of fixed and variable rate debt. There is no set ratio for fixed and variable exposures.

The consolidated entity constantly analyses its interest rate exposure. Within this analysis consideration is given to potential renewals of existing positions, alternative financing, alternative hedging positions and the mix of fixed and variable interest rates.

The following sensitivity analysis is based on the interest rate risk exposures in existence at the reporting date.

At 30 June 2010, if interest rates had moved, as illustrated in the table below, with all other variables held constant, post tax profit would have been affected as follows:

		Higher/(Lower)	
Judgements of reasonably possible movements	2010 \$'000	2009 \$'000	
Consolidated			
+1% (100 basis points)	123	118	
5% (50 basis points)	(61)	(59)	

The movements in profit are due to higher/lower interest costs from variable rate debt and cash balances.

There is no effect on equity for the sensitivity analysis.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

#### Foreign currency risk

As a result of purchases of inventory denominated in United States Dollars, the consolidated entity's Statement of Financial Position can be affected by movements in the US\$/A\$ exchange rates. The consolidated entity recognises the foreign exchange risk that these entities and transactions pose, however they are not currently considered to be material risks and hedging instruments have not been entered into at 30 June 2010 or 30 June 2009.

The consolidated entity also has transactional currency exposures. Such exposure arises from sales or purchases by an operating entity in currencies other than the functional currency.

Approximately 0.1% of the consolidated entity's sales are denominated in currencies other than the functional currency of the operating entity making the sale, whilst approximately 89% of costs are denominated in the unit's functional currency.

The consolidated entity does not have a defined policy on foreign currency derivatives; however the Board assesses the risk of individual transactions as they are made for the requirement to use currency derivative instruments.

At 30 June 2010, the consolidated entity had the following exposure to US\$ foreign currency that is not designated in cash flow hedges:

	CONS	CONSOLIDATED	
	2010 \$'000	2009 \$'000	
Financial Assets			
Cash and cash equivalents	195	199	
Trade and other receivables	117	16	
	312	215	
Financial Liabilities			
Trade and other payables	(138)	(417)	
	(138)	(417)	
Net Exposure	174	(202)	

The following sensitivity is based on the foreign currency risk exposures in existence at the reporting date:

At 30 June 2010, had the Australian Dollar moved, as illustrated in the table below, with all other variables held constant, post tax profit would have been affected as follows:

	Post Tax Profit Higher/(Lower)	
Judgements of reasonably possible movements in the US Dollar	2010 \$'000	2009 \$'000
Consolidated		
AUD/USD +10%	(12)	14
AUD/USD-5%	6	(7)

There is no effect on equity for the sensitivity analysis.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

#### Price risk

The consolidated entity's exposure to commodity and equity securities price risk is minimal. As a result of this no derivative instruments are used.

#### Credit risk

Credit risk arises from the financial assets of the consolidated entity, which comprise cash and cash equivalents and trade and other receivables. The consolidated entity's exposure to credit risk arises from potential default of the counter party, with a maximum exposure equal to the carrying amount of these instruments. Exposure at balance date is addressed in each applicable note.

The consolidated entity does not hold any credit derivatives to offset its credit exposure.

The consolidated entity trades only with recognised, creditworthy third parties, and as such collateral is not requested nor is it the consolidated entity's policy to securitise its trade and other receivables.

It is the consolidated entity's policy that all customers who wish to trade on credit terms are subject to credit verification procedures including an assessment of their independent credit rating, financial position, past experience and industry reputation. Risk limits are set for each individual customer in accordance with parameters set by the board. These risk limits are regularly monitored.

In addition, receivable balances are monitored on an ongoing basis with the result that the consolidated entity's exposure to bad debts is reduced.

To minimise exposure from potential default of the loan provided to CMI Industrial Pty Ltd, security was put in place in the form of a second ranking fixed and floating charge over CMI Industrial Pty Ltd behind the National Australia Bank and a personal guarantee from M.J. Hofmeister of \$2.5 million.

There are no significant concentrations of credit risk within the consolidated entity apart from the receivable from CMI Industrial Pty Ltd.

#### Liquidity risk

The consolidated entity's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, finance leases and committed available credit lines.

The consolidated entity's policy is that not more than 60% of borrowings should mature in any 12 month period.

The table below reflects all contractually fixed pay-offs and receivables for settlement, repayments and interest resulting from recognised financial liabilities, as of 30 June 2010. Cash flows for financial liabilities without fixed amount or timing are based on the conditions existing at 30 June 2010.

The remaining contractual maturities of the consolidated entity's financial liabilities are:

	CONSC	CONSOLIDATED	
	2010 \$'000	2009 \$'000	
0-12 months	8,475	7,689	
1-5 years	673	1,951	
Over 5 years		-	
	9,148	9,640	

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

#### Capital management

When managing capital, management's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management also aims to maintain a capital structure that ensures the lowest cost of capital available to the entity.

As the market is constantly changing, management may change the capital structure of the company, change the amount of dividends to be paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. During 2010, management paid dividends of \$Nil thousand (2009:\$Nil thousand).

At 30 June 2010 the Board has no current plans to issue further shares on the market.

Management monitor capital through the gearing ratio (net debt/total capital). The gearing ratios based on continuing operations at 30 June 2010 and 2009 were as follows:

	CONSOLIDATED	
	2010 \$'000	2009 \$'000
Total borrowings	588	2,060
Less cash and cash equivalents	9,052	1,342
Net debt	(8,464)	718
Total equity	52,881	53,250
Total capital	44,417	53,968
Gearing ratio	(19%)	1%

The group is not subject to any externally imposed capital requirements.

#### 33. ADDITIONAL COMPANY INFORMATION

CMI Limited is a listed public company, incorporated and operating in Australia.

CMI Limited's registered office and principal place of business is:

150 Robinson Road Geebung, Qld, 4034 Tel: (07) 3865-9969

#### 34. SUBSEQUENT EVENTS

There has not been any other matter or circumstance, in the financial statements or notes thereto, that has arisen since the end of the financial year, that has significantly affected, or may significantly affect, the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 35. DISCONTINUED OPERATIONS

#### (a) Details of operations disposed and held for sale

30/06/2010 - During the year CMI Limited sold the remaining 49% of the shares in Capitalcorp Finance & Leasing Pty Ltd. At 30 June 2009 CMI Limited was a party to a deed of cross-guarantee with this subsidiary pursuant to ASIC Class Order 98/1418. This cross-guarantee expired 19 August 2009 and the share sale was settled on 20 August 2009.

30/06/2009 - During the year CMI Limited sold 51% of its shares in Capitalcorp Finance & Leasing Pty Ltd to a private investor consortium. CMI Limited funded the losses of the business until 30 June 2009. Losses up to 30 June 2009 of \$421 thousand have been recognised. At 30 June 2009 CMI Limited was a party to a deed of cross-guarantee with this subsidiary pursuant to ASIC Class Order 98/1418. This cross-guarantee expired 19 August 2009.

#### (b) Financial performance of operations disposed and held for sale

The results of the discontinued operations for the year until disposal are presented below:

#### **CONSOLIDATED**

		2010			2009	
	Engineering \$'000	Capitalcorp \$'000	Total \$'000	Engineering \$'000	Capitalcorp \$'000	Total \$'000
Revenue	13	410	423	104	7,488	7,592
Expenses	(9)	-	(9)	(308)	(9,854)	(10,162)
Gross profit/(loss)	4	410	414	(204)	(2,366)	(2,570)
Recoverable expenses	206	-	206	-	-	
Gain on disposal	-	-	-	-	212	212
Finance costs	-	-	-	-	-	
Impairment	-	-	-	-	(890)	(890)
Profit/(Loss) before tax from discontinued operations	210	410	620	(204)	(3,044)	(3,248)
Income Tax	371	-	371	2,270	464	2,734
Profit/(Loss) from discontinued operations	581	410	991	2,066	(2,580)	(514)

Significant judgements in estimates are used to determine the recoverable amount of operations disposed and held for sale.

#### **Engineered Components (excluding TJM)**

The recoverable amount of the engineering division (excluding TJM) is determined based on fair value less cost of sale. Fair value is the amount obtainable from the sale of an asset, or cash-generating unit, in an arm's length transaction between knowledgeable, willing parties, less the costs of disposal.

#### Service (Capitalcorp)

The recoverable amount of the services division is determined based on a value in use calculation which uses cash flow projections based on financial budgets approved by management covering a five year period with a terminal value, and a discount rate of 21.473% p.a. (2009: 21.550% p.a.). Management believes that any reasonably possible change in the key assumptions on which recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 35. DISCONTINUED OPERATIONS (CONTINUED)

#### (c) Assets and liabilities - held for sale operations

The major classes of assets and liabilities held for sale of Capitalcorp were as follows:

	2010 \$'000	2009 \$'000
	-	-
	-	-
	-	-
	-	-
	-	-
	-	-
_	-	-

#### (d) Cash flow information – discontinued operations

The net cash flows of Capitalcorp are as follows:

	CON	CONSOLIDATED	
	2010 \$'000	2009 \$'000	
Operating activities	-	(474)	
Investing activities	-	5,449	
Financing activities	-	(5,000)	
Net cash flow	-	(25)	

#### (e) Assets and liabilities and cash flow information of disposed operations

Details of the disposal of Capitalcorp Finance & Leasing Pty Ltd (FY 2009) is as follows:

	2010 \$'000	2009 \$'000
Assets		
Cash and cash equivalents	-	86
Inventory	-	-
Trade and other receivables	-	932
Current tax assets	-	-
Property plant and equipment	-	-
Goodwill	-	-
Other intangible assets	-	-
Other	<u>-</u>	-
Assets sold	-	1,018
Liabilities		
Trade and other payables	-	1,230
Current tax payable	-	-
Provisions	-	-
Liabilities sold	-	1,230
Net assets sold		(212)

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### 35. DISCONTINUED OPERATIONS (CONTINUED)

The net cash flows of the disposed operations for Capital corp Finance & Leasing Pty Ltd is as follows:

CONSO	CONSOLIDATED	
2010 \$'000	2009 \$'000	
-	(474)	
-	5,449	
	(5,000)	
-	(25)	
	2010 \$'000 - - -	

Consideration received or receivable:

	2010 \$'000	2009 \$'000
Cash	300	-
Vendor loan provided (a)	-	-
Net disposal consideration	300	-
Less net assets disposed of	-	(212)
Profit on disposal before income tax	300	-
Income tax expense	-	-
Profit/(Loss) on disposal after income tax	300	212

#### (a) Refer to Note 7 and 23

Net cash inflow on disposal of Capitalcorp Finance & Leasing Pty Ltd:

	CONS	CONSOLIDATED	
	2010 \$'000	2009 \$'000	
Cash	300	-	
Cash and cash equivalents disposed of	-	82	
Reflected in the Statement of Cash Flows	300	82	

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2010

#### **36. BUSINESS COMBINATION**

#### **Businesses Acquired**

On 1 October 2009, TJM Shenzhen acquired the business and assets of DaHe Automotive Supplies Ltd ("DaHe"). At the date of acquisition, DaHe Automotive Supplies Ltd was involved in the manufacturing, operating and development of auto-related components and parts, supplementary equipment and accessories, gifts, mechanical products and electronic products. The Group has recognised the fair values of the identifiable assets and liabilities.

Consideration	2010 \$'000
Cash and cash equivalents	647
	647
Fair Value of Net Assets Acquired	
Current assets:	
Cash and cash equivalents	39
Receivables	81
Inventories	466
Deposits	10
Non-current assets:	
Intangibles	-
Property, plant and equipment	348
Deferred tax assets	-
Current liabilities:	
Payables	(297)
Current tax liabilities	-
Non-current liabilities:	
Provisions	-
Net assets acquired	647
Brand name on acquisition	-
Goodwill on acquisition	-
	647
Net Cash Outflow on Acquisition	
Cash and cash equivalents consideration	647
Less cash and cash equivalents balances acquired	39
	608

#### Control gained over entities

Year	Name of entity (or group of entities)	Date control gained	% Acquired
2010	TJM Shenzhen Ltd	01/10/09	100%
2009	Not Applicable	Not Applicable	Not Applicable

The consolidated Statement of Comprehensive Income includes sales revenue and pre-tax net profit/(loss) for the year ended 30 June 2010 of \$1,887,000 and (\$154,000) respectively, as a result of the acquisition of TJM Shenzhen Ltd.

CMI have determined it impracticable to disclose the sales revenue and profit/(loss) included in the consolidated Statement of Comprehensive Income had the acquisition of TJM Shenzhen Ltd occurred at the beginning of the reporting period. CMI have assessed that an objective determination of the sales revenue and net profit since the beginning of the reporting period was not able to be made and as such disclosure has not been made.

## **Shareholder Information**

AS AT 12 AUGUST 2010

The following additional information is required by the Australian Stock Exchange Limited.

#### 1. ORDINARY SHAREHOLDER INFORMATION

The following information with respect to 33,752,634 fully paid ordinary shares on issue reflects the Share Register at that date.

a) There were 1,443 holders of fully paid ordinary shares. All fully paid ordinary shares of the company carry one vote per share on poll, or one vote per member on a show of hands.

<b>b</b> )	Distrib	Distribution of shareholders:			
	1	-	1,000 shares	364	
	1,001	-	5,000 shares	546	
	5,001	-	10,000 shares	235	
	10,001	-	100,000 shares	272	
	100,001		and over	26	
	Total			1,443	

- c) The number of shareholdings held in less than a marketable parcel 268
- d) Twenty largest shareholders:

Shareholder	Fully Paid Ordinary Shares	Percentage Fully Paid
R P Prospects Pty Ltd	12,420,484	36.80%
Farallon Capital Pty Ltd	3,112,422	9.22%
Almargem Pty Ltd	859,038	2.55%
Assetylene Pty Ltd	851,632	2.52%
FW Holst & Co Pty Ltd	756,147	2.24%
M L Catelan Superannuation Fund Pty Ltd	625,956	1.85%
L J Catelan Superannuation Fund Pty Ltd	576,000	1.71%
Mr Philip Gordon Greenham	550,000	1.63%
Mr Danny Herceg	500,000	1.48%
Mellett Super Pty Ltd	384,320	1.14%
Mr Peter Lancaster + Mrs Leonie Lancaster	323,000	0.96%
Mr Gerald Francis Pauley	273,637	0.81%
Dr Thomas Reginald Sutterby	233,550	0.69%
Ms Rosalie Catherine Vaughan	223,052	0.66%
Donald Cant Pty Ltd	208,128	0.62%
Mr David Marshall Spry	200,000	0.59%
Merged Funds Pty Ltd	185,064	0.55%
Contemplator Pty Ltd	172,405	0.51%
Australian Executor Trustees Limited	164,291	0.49%
Mr Evan Philip Clucas + Ms Leanne Jane Weston	161,975	0.48%
Total	22,781,101	67.49%

## **Shareholder Information**

AS AT 12 AUGUST 2010

#### e) The names of substantial shareholders are:

Shareholder	Number	Percentage
RP Prospects Pty Ltd	12,420,484	36.80
Farallon Capital Pty Ltd	3,112,422	9.22
Almargem Pty Ltd	859,038	2.55

#### 2. CLASS A SHAREHOLDER INFORMATION

The following information with respect to 28,005,311 fully paid Class A shares on issue reflects the Share Register at that date.

a) There were 1,329 holders of Class A shares. All issued Class A shares of the company carry one vote per share, however the right to vote is restricted broadly speaking to matters concerning such shareholders.

b)	Distribution of shareholders:			Number
	1	-	1,000 shares	183
	1,001	-	5,000 shares	449
	5,001	-	10,000 shares	257
	10,001	-	100,000 shares	405
	100,001	-	and over	35
	Total			1,329

- c) The number of shareholdings held in less than a marketable parcel 221
- d) Twenty largest shareholders:

Shareholder	Fully Paid Class A Shares	Percentage Fully Paid
Trojan Equity Limited	3,088,000	11.03%
RD Catelan Investments Pty Ltd	2,271,647	8.11%
Cooltrac Pty Ltd	1,319,033	4.71%
J P Morgan Nominees Australia Limited	1,026,690	3.67%
Contemplator Pty Ltd	713,237	2.55%
Ms Franciska Lasic	464,336	1.66%
Mr Stuart James Harvey	430,000	1.54%
Carluke Capital Pty Ltd	369,089	1.32%
Ago Pty Ltd	360,000	1.29%
Mr Gabriel Berger	294,469	1.05%
Mr Gerald Francis Pauley	293,571	1.05%
Mr Gerald Francis Pauley + Michael James Pauley	257,881	0.92%
Velkov Funds Management Limited	250,000	0.89%
Milton Yannis	240,555	0.86%
Mrs Margaret Brown	200,000	0.71%
Mrs Robyn Jane Vogler	200,000	0.71%
Australian Executor Trustees Limited	171,933	0.61%
Mr Gerald Francis Pauley + Mr Michael James Pauley	168,160	0.60%
Mr Gordon Coad + Miss Shirley Pratt	165,000	0.59%
Atkone Pty Ltd	163,734	0.58%
Total:	12,447,335	44.45%

## **Shareholder Information**

AS AT 12 AUGUST 2010

#### e) The names of substantial shareholders are:

Shareholder	Number	Percentage	
Trojan Equity Limited	3,088,000	11.03	
RD Catelan Investment Pty Ltd	2,271,647	8.11	
Cooltrac Pty Ltd	1,319,033	4.71	

#### 3. STOCK EXCHANGE LISTING

Quotation has been granted for all fully paid Ordinary and Class A shares of the company on all Member Exchanges of the Australia Stock Exchange Limited.

## 4. THERE IS NO CONTINGENT LIABILITY REQUIRED FOR TERMINATION BENEFITS UNDER SERVICE AGREEMENTS WITH DIRECTORS.

#### 5. AN AUDIT COMMITTEE WAS IN EXISTENCE DURING THE YEAR.

#### 6. OPTIONS

600,000 options are held by 2 individual option holders. Options do not carry a right to vote.

#### 7. ON MARKET BUY BACK

There is no current on-market buy-back.

# **Corporate Directory**

#### **Registered Office**

(Head Office)

150 Robinson Road Geebung QLD 4034 Telephone: 07 3865 9969 Facsimile: 07 3865 3677

Email: corporate@cmilimited.com.au

www.cmilimited.com.au ACN: 050 542 553

#### **Directors**

Colin Ryan AM (Chairman)

Raymond Catelan

Danny Herceg

Richard Catelan

#### **Secretary**

Sharyn Williams

#### **Auditor**

#### **Ernst & Young**

Level 5, Waterfront Place 1 Eagle Street Brisbane QLD 4000

#### **Bankers**

#### National Australia Bank Limited

Level 20, 100 Creek Street Brisbane QLD 4000

#### **Share Registry**

#### **Link Market Services Limited**

Locked Bag A14 Sydney South NSW 1235 Telephone: 02 8280 7454 Facsimile: 02 9287 0309

#### Lawyers

#### **McCullough Robertson Lawyers**

Level 11, Central Plaza Two 66 Eagle Street Brisbane QLD 4000

#### **ASX Codes**

CMI - Ordinary shares

CMIPC - Class A shares

