

8 August 2012

Company Announcements Office Australian Securities Exchange - ASX Limited Exchange Centre Level 4, 20 Bridge Street Sydney NSW 2000

Via e-lodgements: Sequence #639

Dear Sir / Madam

#### RE: APPENDIX 4E - RESULTS FOR THE YEAR ENDED 30 JUNE 2012

Please find attached the unaudited Preliminary Final Report in relation to the Company's results for the year ended 30 June 2012.

Yours faithfully

Jennifer Waldegrave Company Secretary

## **Coffey International Limited**

ABN 16 003 835 112

**ASX Preliminary Final Report** 

**Appendix 4E** 

Year Ended 30 June 2012

Lodged with the ASX under Listing Rule 4.3A

# COFFEY INTERNATIONAL LIMITED Results for announcement to the market For the year ended 30 June 2012

| Financial Results  |           |  |    | \$A'000  |
|--|-----------|--|----|--|
| Total revenue and other income^  | decreased | (0.4%)   | to | 678,144  |
| Fee revenue^   | decreased | (0.5%)   | to | 421,527  |
| EBITDA^ Earnings before interest, Tax, Depreciation and Amortisation   | increased | 98.7%  | to | (503)  |
| Underlying EBITDA^ (EBITDA before restructuring costs, vendor earn-out and impairment)                         | increased | 22.9%  | to | 39,710   |
| Earnings before interest and tax (EBIT)^   | increased | 80.7%  | to | (9,636)  |
| Loss after income tax for the year^  | increased | 51.0%  | to | (34,206)   |
| Loss after income tax for the year attributable to members^  | increased | 50.5%  | to | (34,516)   |
| , and the second se |           |  |    | (0.1,0.1.0)  |
| ^Includes both continuing and discontinued operations  |           |  |    | (-1,-1-)   |
| ·  |           | Amount per<br>security<br>(cents)                            |    | Franked amount per security (cents)  |
| ^Includes both continuing and discontinued operations  |           | Amount per security  |    | Franked amount per security  |
| ^Includes both continuing and discontinued operations  Dividends   |           | Amount per<br>security<br>(cents)                            |    | Franked amount per security (cents)  |
| ^Includes both continuing and discontinued operations  Dividends  Interim dividend - Current year              |           | Amount per security (cents)                                  |    | Franked amount per security (cents)  0 cents                                 |
| ^Includes both continuing and discontinued operations  Dividends  Interim dividend - Current year - Prior year |           | Amount per security (cents)  0 cents 0 cents                 |    | Franked amount per security (cents)  0 cents 0 cents                         |
| ^Includes both continuing and discontinued operations  Dividends  Interim dividend - Current year              |           | Amount per security (cents)  0 cents 0 cents 0 cents 0 cents |    | Franked amount per security (cents)  0 cents 0 cents 0 cents 0 cents 0 cents |
| ^Includes both continuing and discontinued operations  Dividends  Interim dividend - Current year              |           | Amount per security (cents)  0 cents 0 cents 0 cents Ucents  | 2  | Franked amount per security (cents)  0 cents 0 cents 0 cents 0 cents Jun-11  |
| ^Includes both continuing and discontinued operations  Dividends  Interim dividend - Current year              |           | Amount per security (cents)  0 cents 0 cents 0 cents 0 cents | 2  | Franked amount per security (cents)  0 cents 0 cents 0 cents 0 cents 0 cents |

#### **Commentary on Results**

The commentary of the results for the year is contained in a separate ASX announcement dated 8 August 2012 which should be read in conjuction with this preliminary final report.

# COFFEY INTERNATIONAL LIMITED Results for announcement to the market (continued) For the year ended 30 June 2012

| EBITDA reconciliation         |            |              |          |            |              |          |
|-------------------------------|------------|--------------|----------|------------|--------------|----------|
|                               |            | 2012         |          |            | 2011         |          |
|                               | Continuing | Discontinued | Total    | Continuing | Discontinued | Total    |
| Profit / (loss) for the year  | (36,735)   | 2,529        | (34,206) | (61,627)   | (8,217)      | (69,844) |
| Add back:                     |            |              |          |            |              |          |
| Net interest expense          | 14,844     | -            | 14,844   | 15,446     | -            | 15,446   |
| Income tax expense            | 9,374      | 352          | 9,726    | 4,904      | (522)        | 4,382    |
| Depreciation and amortisation | 9,077      | 56           | 9,133    | 10,234     | 86           | 10,320   |
| EBITDA                        | (3,440)    | 2,937        | (503)    | (31,043)   | (8,653)      | (39,696) |
| Add back:                     |            |              |          |            |              |          |
| Vendor earn-out               | 1,625      | -            | 1,625    | -          | -            | -        |
| Restructuring costs           | 1,170      | -            | 1,170    | 9,090      | 45           | 9,135    |
| Impairment                    | 37,418     | -            | 37,418   | 52,715     | 10,153       | 62,868   |
| Underlying EBITDA             | 36,773     | 2,937        | 39,710   | 30,762     | 1,545        | 32,307   |

Underlying EBITDA has been disclosed as it is the key measure used by the Chief Executive Officer (as Chief Operating Decision Maker) and management to monitor and assess the performance of the business. Underlying EBITDA is calculated as profit before net financing costs, depreciation, amortisation and taxation and excludes restructuring, vendor earn-out and impairment charges. The Underlying EBITDA measure has not been subject to audit or review.

## Coffey International Limited ABN 16 003 835 112

## **Preliminary Final Financial Report** for the year ended 30 June 2012

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#### Consolidated income statement

#### For the year ended 30 June 2012

|  | Notes | 2012<br>\$'000 | 2011<br>\$'000 |
|--|-------|----------------|----------------|
| Continuing operations  |       |                |                |
| Revenue  | 3     | 667,595        | 662,846        |
| Other income   |       | 1,855          | 1,976          |
| Raw materials, subcontractor costs and travel  |       | (235,556)      | (232,416)      |
| Employee benefits expense  |       | (321,580)      | (324,301)      |
| Depreciation and amortisation  | 4     | (9,077)        | (10,234)       |
| Occupancy costs  |       | (23,685)       | (27,234)       |
| Other expenses   | 4     | (55,056)       | (58,203)       |
| Impairment expense   | 11,12 | (37,418)       | (52,715)       |
| Net foreign exchange gain / (loss)   |       | 405            | (996)          |
| Loss before interest and income tax  |       | (12,517)       | (41,277)       |
| Net financing expenses   | 5     | (14,844)       | (15,446)       |
| Loss before income tax   |       | (27,361)       | (56,723)       |
| Income tax expense   | 6     | (9,374)        | (4,904)        |
| Loss for the year – Continuing operations  |       | (36,735)       | (61,627)       |
|  |       |                |                |
| Discontinued operations  |       |                |                |
| Profit / (loss) from discontinued operations (net of income tax)   | 7     | 2,529          | (8,217)        |
| Loss for the year  |       | (34,206)       | (69,844)       |
| Loss attributable to:  |       |                |                |
| Members of Coffey International Limited  |       | (34,516)       | (69,724)       |
| Non-controlling interest   |       | 310            | (120)          |
| Loss for the year  |       | (34,206)       | (69,844)       |
| Earnings per share attributable to the ordinary equity shareholders of the Company:                        |       |                |                |
| Basic earnings per share (cents)   | 21    | (16.3)c        | (52.9)c        |
| Diluted earnings per share (cents)   | 21    | (16.3)c        | (52.9)c        |
| Earnings per share attributable to the ordinary equity shareholders of the Company – Continuing operations |       |                |                |
| Pagia corninga par abara (conta)   |       |                |                |
| Basic earnings per share (cents)   | 21    | (17.5)c        | (46.5)c        |

The above consolidated income statement should be read in conjunction with the accompanying notes.

#### Consolidated statement of comprehensive income

For the year ended 30 June 2012

|  | 2012<br>\$'000 | 2011<br>\$'000 |
|--|----------------|----------------|
| Loss for the year  | (34,206)       | (69,844)       |
| Other comprehensive income / (expense)   |                |                |
| Continuing operations  |                |                |
| Exchange differences on translation of foreign operations  Net change in fair value of cash flow hedges reclassified to profit | 807            | (4,027)        |
| and loss   | (1,855)        | (3,133)        |
| Effective portion of changes in fair value of cash flow hedges   | (568)          | 3,961          |
| Ineffective hedge instruments transferred to profit and loss   | 2,072          | 777            |
| Income tax on other comprehensive income and expense   | 611            | (2,731)        |
| Sub-total – continuing operations  | 1,067          | (5,153)        |
| Discontinued operations  |                |                |
| Exchange differences on translation of foreign operations Transfer of foreign exchange difference on disposal of business      | -              | (583)          |
| to profit and loss   | -              | 542            |
| Income tax on other comprehensive income and expense   | -              | 12             |
| Sub-total – discontinued operations  | -              | (29)           |
| Other comprehensive income / (expense) for the year, net of tax  | 1,067          | (5,182)        |
| Total comprehensive income / (expense) for the year  | (33,139)       | (75,026)       |
| Total comprehensive income / (expense) attributable to:  |                |                |
| Members of Coffey International Limited  | (33,284)       | (74,719)       |
| Non-controlling interest   | 145            | (307)          |
| Total comprehensive income / (expense) for the year  | (33,139)       | (75,026)       |

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

## **Consolidated statement of financial position**As at 30 June 2012

|   |       | 2012        | 2011             |
|---|-------|-------------|------------------|
| ACCETC  | Notes | \$'000      | \$'000           |
| ASSETS Current assets   |       |             |                  |
| Cosh and cash equivalents                                     | 8     | 34,130      | 23,680           |
| Cash and cash equivalents                                     | 9     | ·           | •                |
| Cash deposits Trade and other receivables                     | -     | 3,127       | 2,922            |
|   | 10    | 112,575     | 111,927          |
| Other financial assets  |       | 226         | 2,062            |
| Work in progress  |       | 35,608      | 27,717           |
| Income tax receivables Assets classified as held for sale     |       | -           | 5,579            |
| Total current assets  |       | <br>185,666 | 9,954<br>183,841 |
| Total barront assets  |       | 100,000     | 100,041          |
| Non-current assets  |       |             |                  |
| Cash deposits   | 9     | 412         | 3,005            |
| Receivables   |       | 222         | 222              |
| Plant and equipment   | 11    | 25,175      | 26,631           |
| Deferred tax assets   |       | 18,698      | 17,060           |
| Intangible assets   | 12    | 108,636     | 147,080          |
| Total non-current assets                                      |       | 153,143     | 193,998          |
| Total assets  |       | 338,809     | 377,839          |
| LIADILITIES   |       |             |                  |
| LIABILITIES Current liabilities                               |       |             |                  |
| Bank overdraft  | 8,15  | _           | 5,948            |
| Trade and other payables                                      | 13    | 52,972      | 57,133           |
| Loans and borrowings  | 15    | 99          | 40,823           |
| Income tax payable  | 10    | 101         | +0,025           |
| Other financial liabilities                                   |       | -           | 1,789            |
| Deferred purchase consideration                               |       | _           | 3,551            |
| Employee benefits   | 14    | 36,504      | 27,548           |
| Liabilities classified as held for sale                       |       | -           | 1,752            |
| Total current liabilities                                     |       | 89,676      | 138,544          |
|   |       |             | ,-               |
| Non-current liabilities                                       |       |             |                  |
| Loans and borrowings  | 15    | 103,581     | 104,030          |
| Other financial liabilities                                   |       | 4,124       | 3,538            |
| Deferred tax liabilities                                      |       | 165         | 312              |
| Employee benefits   | 14    | 1,436       | 1,277            |
| Other non-current liabilities                                 |       | 6,443       | 7,703            |
| Total non-current liabilities                                 |       | 115,749     | 116,860          |
| Total liabilities   |       | 205,425     | 255,404          |
| Net assets  |       | 133,384     | 122,435          |
|   |       |             |                  |
| EQUITY Share conital  | 47    | 000 440     | 405.047          |
| Share capital   | 17    | 239,148     | 195,917          |
| Reserves  |       | (441)       | (2,530)          |
| Accumulated losses  |       | (106,534)   | (72,018)         |
| Equity attributable to ordinary equity holders of the Company |       | 132,173     | 121,369          |
| Non-controlling interest                                      |       | 1,211       | 1,066            |
| Total equity  |       | 133,384     | 122,435          |

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

### Consolidated statement of changes in equity

#### For the year ended 30 June 2012

#### Attributable to equity holders of the Company

| Share<br>capital<br>\$'000 | Foreign<br>currency<br>translation<br>reserve<br>\$'000 | Share-based payments reserve \$'000   | Hedging<br>reserve<br>\$'000   | Put<br>option<br>reserve<br>\$'000  | Retained<br>earnings<br>\$'000   | Total<br>\$'000  | Non-<br>controlling<br>interest<br>\$'000  | Total<br>equity<br>\$'000   |
|----------------------------|---|---|--|---|--|--|--|---|
| 195,917                    | (11,052)  | 15,653  | (3,389)  | (3,742)   | (72,018)   | 121,369  | 1,066  | 122,435   |
|                            |   |   |  |   |  |  |  |   |
| -                          | -   | -   | -  | -   | (34,516)   | (34,516)   | 310  | (34,206)  |
|                            |   |   |  |   |  |  |  |   |
| -                          | 972   | -   | -  | =   | -  | 972  | (165)  | 807   |
| -                          | -   | -   | (1,855)  | -   | -  | , ,  | -  | (1,855)   |
| -                          | -   | -   | (568)  | -   | -  | (568)  | -  | (568)   |
| -                          | -   | -   | 2,072  | -   | -  | 2,072  | -  | 2,072   |
| -                          | 791   | -   | (180)  | -   | -  | 611  | -  | 611   |
| -                          | 1,763   | -   | (531)  | -   | -  | 1,232  | (165)  | 1,067   |
| -                          | 1,763   | -   | (531)  | -   | (34,516)   | (33,284)   | 145  | (33,139)  |
|                            |   |   |  |   |  |  |  |   |
|                            |   |   |  |   |  |  |  |   |
| 45,500                     | -   | -   | -  | -   | -  | 45,500   | -  | 45,500  |
| (2,118)                    | -   | -   | -  | -   | -  | (2,118)  | -  | (2,118)   |
| (151)                      | -   | -   | -  | -   | -  | (151)  | -  | (151)   |
| -                          | -   | 857   | -  | -   | -  | 857  | -  | 857   |
| 43,231                     | -   | 857   | -  | -   | -  | 44,088   | -  | 44,088  |
| 239,148                    | (9,289)   | 16,510  | (3,920)  | (3,742)   | (106,534)  | 132,173  | 1,211  | 133,384   |
|                            | capital<br>\$'000<br>195,917                            | Share capital \$'000         currency translation reserve \$'000           195,917         (11,052)           -         -           -         972           -         -           -         791           -         1,763           -         1,763           45,500         -           (2,118)         -           (151)         -           -         -           43,231         - | Share capital \$'000         currency translation reserve \$'000         Share-based payments reserve \$'000           195,917         (11,052)         15,653           -         972         -           -         972         -           -         -         -           -         791         -           -         1,763         -           -         1,763         -           45,500         -         -           (2,118)         -         -           (151)         -         -           -         857           43,231         -         857 | Share capital \$'000         currency translation reserve \$'000         Share-based payments reserve \$'000         Hedging reserve \$'000           195,917         (11,052)         15,653         (3,389)           -         -         -         -           -         972         -         -           -         -         -         (1,855)           -         -         -         (568)           -         -         -         (2,072)           -         791         -         (180)           -         1,763         -         (531)           -         1,763         -         (531)           45,500         -         -         -           (2,118)         -         -         -           (151)         -         -         -           -         857         -           43,231         -         857         - | Share capital \$\frac{\text{surrency}}{\text{\$'000}}\$         Share-based payments reserve \$\frac{\text{\$'000}}{\text{\$'000}}\$         Hedging reserve \$\frac{\text{\$'000}}{\text{\$'000}}\$         Put option reserve \$\frac{\text{\$'000}}{\text{\$'000}}\$           195,917         (11,052)         15,653         (3,389)         (3,742)           -         -         -         -         -           -         972         -         -         -           -         -         -         (1,855)         -           -         -         -         (568)         -           -         -         -         2,072         -           -         791         -         (180)         -           -         1,763         -         (531)         -           -         1,763         -         (531)         -           45,500         -         -         -         -           (2,118)         -         -         -         -           (151)         -         -         -         -           -         -         857         -         -           -         -         857         -         - | Share capital \$'000         currency translation reserve \$'000         Share-based payments reserve \$'000         Hedging reserve \$'000         Retained earnings \$'000           195,917         (11,052)         15,653         (3,389)         (3,742)         (72,018)           -         -         -         -         -         (34,516)           -         972         -         -         -         -           -         972         -         -         -         -           -         972         -         -         -         -           -         -         -         (568)         -         -           -         -         -         (568)         -         -           -         791         -         (180)         -         -           -         1,763         -         (531)         -         (34,516)           45,500         -         -         -         -         -           (2,118)         -         -         -         -         -           (151)         -         -         -         -         -           -         -         857         -         - | Share capes         currency translation reserve \$'000         Share-based payments reserve \$'000         Hedging reserve \$'000         Retained earnings earning earning earning earning should be s | Share capital capital capital spanners         currency share spanners         Share-based payments reserve shoot s |

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

#### Consolidated statement of changes in equity

#### For the year ended 30 June 2011

#### Attributable to equity holders of the Company

|   | Share<br>capital<br>\$'000 | Foreign<br>currency<br>translation<br>reserve<br>\$'000 | Share-based payments reserve \$'000 | Hedging<br>reserve<br>\$'000 | Put<br>option<br>reserve<br>\$'000 | Retained earnings \$'000 | Total<br>\$'000 | Non-<br>controlling<br>interest<br>\$'000 | Total<br>equity<br>\$'000 |
|---|----------------------------|---|-------------------------------------|------------------------------|------------------------------------|--------------------------|-----------------|---|---------------------------|
| Balance at 1 July 2010  | 193,662                    | (5,873)   | 14,459                              | (3,573)                      | (4,193)                            | 1,911                    | 196,393         | 1,824                                     | 198,217                   |
| Total comprehensive income for the year   |                            |   |                                     |                              |                                    |                          |                 |   |                           |
| Loss for the year   | -                          | -   | -                                   | -                            | -                                  | (69,724)                 | (69,724)        | (120)                                     | (69,844)                  |
| Other comprehensive income  |                            |   |                                     |                              |                                    |                          |                 |   |                           |
| Exchange differences on translation of foreign operations Net change in fair value of cash flow hedges reclassified to profit | -                          | (4,423)   | -                                   | -                            | -                                  | -                        | (4,423)         | (187)                                     | (4,610)                   |
| and loss  | -                          | -   | -                                   | (3,133)                      | -                                  | -                        | (3,133)         | -   | (3,133)                   |
| Changes in fair value of cash flow hedges   | -                          | -   | -                                   | 3,961                        | -                                  | -                        | 3,961           | -   | 3,961                     |
| Ineffective hedge instruments transferred to profit and loss  | -                          | -   | -                                   | 777                          | -                                  | -                        | 777             | -   | 777                       |
| Transfer of foreign exchange on disposal of business  | -                          | 542   | -                                   | -                            | -                                  | -                        | 542             | -   | 542                       |
| Income tax on other comprehensive income and expense  | -                          | (1,298)   | -                                   | (1,421)                      | -                                  | -                        | (2,719)         | -   | (2,719)                   |
| Total other comprehensive income  | -                          | (5,179)   | -                                   | 184                          | -                                  | -                        | (4,995)         | (187)                                     | (5,182)                   |
| Total comprehensive income for the year   | -                          | (5,179)   | -                                   | 184                          | -                                  | (69,724)                 | (74,719)        | (307)                                     | (75,026                   |
| Transactions with owners, recorded directly in equity   |                            |   |                                     |                              |                                    |                          |                 |   |                           |
| Contributions by and distributions to owners  |                            |   |                                     |                              |                                    |                          |                 |   |                           |
| Issue of ordinary shares  | 1,079                      | -   | -                                   | -                            | -                                  | -                        | 1,079           | -   | 1,079                     |
| Dividends paid to equity holders  | 1,176                      | -   | -                                   | -                            | -                                  | (4,205)                  | (3,029)         | -   | (3,029)                   |
| Share-based payment transactions  | -                          | =   | 1,194                               | =                            | -                                  | -                        | 1,194           | -   | 1,194                     |
| Total contributions by and distributions to owners  | 2,255                      | -   | 1,194                               | -                            | -                                  | (4,205)                  | (756)           | -   | (756)                     |
| Changes in ownership interests in subsidiaries that do not result in loss of control  |                            |   |                                     |                              |                                    |                          |                 |   |                           |
| Additional interest acquired  | -                          | -   | -                                   | -                            | 451                                | -                        | 451             | (451)                                     | -                         |
| Total transactions with owners  | 2,255                      | -   | 1,194                               | -                            | 451                                | (4,205)                  | (305)           | (451)                                     | (756)                     |
| Balance at 30 June 2011   | 195,917                    | (11,052)  | 15,653                              | (3,389)                      | (3,742)                            | (72,018)                 | 121,369         | 1,066                                     | 122,435                   |

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

#### Consolidated statement of cash flows

#### For the year ended 30 June 2012

|   | Notes | 2012<br>\$'000 | 2011<br>\$'000 |
|---|-------|----------------|----------------|
| Cash flows from operating activities                                      |       |                |                |
| Receipts from customers (inclusive of goods and services tax)             |       | 719,368        | 739,957        |
| Payments to suppliers and employees (inclusive of goods and services tax) |       | (682,321)      | (723,776)      |
|   |       | 37,047         | 16,181         |
| Interest received   |       | 255            | 574            |
| Interest paid   |       | (12,173)       | (19,384)       |
| Income taxes paid   |       | (3,309)        | (2,241)        |
| Net cash inflow / (outflow) from operating activities                     | 18    | 21,820         | (4,870)        |
| Cash flows from investing activities                                      |       |                |                |
| Payments for plant and equipment  |       | (7,452)        | (11,503)       |
| Payments for intangible assets  |       | (184)          | (988)          |
| Payments of deferred purchase consideration                               |       | -              | (1,617)        |
| Proceeds / (Payment) from sale of business                                |       | 8,300          | (94)           |
| Proceeds from sale of plant and equipment                                 |       | 120            | -              |
| Net cash inflow / (outflow) from investing activities                     |       | 784            | (14,202)       |
| Cash flows from financing activities                                      |       |                |                |
| Repayments of borrowings  |       | (45,000)       | -              |
| Proceeds from borrowings  |       | 2,000          | 17,750         |
| Proceeds from issue of shares, net of costs                               |       | 36,948         | 86             |
| Payments from share buybacks  |       | (151)          | -              |
| Dividends paid to shareholders  |       | -              | (3,029)        |
| Equity acquired from minority   |       | -              | (1,626)        |
| Payments on finance lease and other liabilities                           |       | (355)          | (764)          |
| Net cash (outflow) / inflow from financing activities                     |       | (6,558)        | 12,417         |
| Net increase / (decrease) in cash held                                    |       | 16,046         | (6,655)        |
| Cash and cash equivalents at the beginning of the year                    |       | 17,792         | 26,968         |
| Effects of exchange rate changes on cash                                  |       | 292            | (2,521)        |
| Cash and cash equivalents at the end of the year                          | 8     | 34,130         | 17,792         |

The current and non-current cash deposits (note 9) have not been included in the closing cash balance for the purposes of preparing the 30 June 2012 and the prior year comparative consolidated cash flow statement as this represents restricted cash.

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

#### 1 Summary of significant accounting policies

This preliminary final report has been prepared in accordance with Australian equivalents to International Financial Reporting Standards, other authoritative pronouncements of the Australian Accounting Standards Boards, and the *Corporations Act 2001*.

The preliminary financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the Financial Report for the year ended 30 June 2011 and any public announcements made by Coffey International Limited during the reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The accounting policies applied by the Group in this preliminary final report are the same as those applied by the Group in its consolidated financial report as at and for the year ended 30 June 2011.

Certain comparative amounts have been reclassified to conform with the current year's presentation.

#### 2 Operating segments

The Group has four reportable operating segments, as described below, which are based on the Group's service lines. The service lines are managed separately because they have different economic characteristics. For each service line, the Group's Managing Director, in his role as the chief operating decision maker, reviews internal management reports on a monthly basis. The following summary describes the operations in each of the Group's reportable segments:

#### a) Geosciences

The Geoscience business offers specialised environmental services, engineering consulting, technical services to the mining industry, scientific testing solutions, and work place health and safety services. This segment operates in Australia, New Zealand, Canada, United Kingdom, Brazil, Africa and the Middle East.

#### b) International Development

The International Development business works in markets where economic growth creates demand for mature public services and infrastructure; and in countries which are at risk of conflict or natural disaster, or which are emerging from it. The business delivers consulting and training services and outsourced service delivery solutions that contribute to sustainable growth. This segment offers international development (foreign aid) consultancy services out of Australia, United States of America, United Kingdom and the Middle East.

#### c) Project Management

The Project Management business provides specialist project management services in commercial and residential property, urban redevelopment, health, education, justice and transportation infrastructure projects. This segment operates in Australia, New Zealand and South Africa.

#### d) Other businesses

This segment offers specialist advisory services within Australia.

#### e) Unallocated corporate

Unallocated corporate comprises group corporate management and group treasury activities.

#### 2 Operating segments (continued)

|   | Geosciences | International<br>Development | Project Management | Other Businesses | Total Segments | Unallocated<br>Corporate | Elimination | Total    |
|---|-------------|------------------------------|--------------------|------------------|----------------|--------------------------|-------------|----------|
| 2012  | \$'000      | \$'000                       | \$'000             | \$'000           | \$'000         | \$'000                   | \$'000      | \$'000   |
| Fee revenue   | 265,049     | 111,373                      | 36,805             | 1,478            | 414,705        | -                        | -           | 414,705  |
| Inter-segments revenue  | 167         | 95                           | 1,324              | 23               | 1,609          |                          | (1,609)     | =        |
| Reimbursable revenue  |             |                              |                    |                  |                |                          |             | 252,890  |
| Other income  |             |                              |                    |                  |                |                          |             | 1,855    |
| Total revenue from continuing operations                                  |             |                              |                    |                  |                |                          |             | 669,450  |
| Segment EBITDA before impairment, vendor earn-out and restructuring costs | 29,531      | 14,844                       | (334)              | (1,043)          | 42,998         | (6,225)                  | -           | 36,773   |
| Restructure costs   | -           | (1,170)                      | -                  | -                | (1,170)        | -                        | -           | (1,170)  |
| Vendor earn-out   | -           | (1,625)                      | -                  | -                | (1,625)        | -                        | -           | (1,625)  |
| Impairment expense  | -           | -                            | (37,418)           | -                | (37,418)       | -                        | -           | (37,418) |
| Segment EBITDA  | 29,531      | 12,049                       | (37,752)           | (1,043)          | 2,785          | (6,225)                  | -           | (3,440)  |
| Depreciation and amortisation expense                                     | (6,741)     | (2,180)                      | (143)              | (13)             | (9,077)        | -                        | -           | (9,077)  |
| Segment EBIT result   | 22,790      | 9,869                        | (37,895)           | (1,056)          | (6,292)        | (6,225)                  | -           | (12,517) |
| Net interest expense  | -           | -                            | -                  | -                | -              | (14,844)                 | -           | (14,844) |
| Loss before income tax and discontinued operations                        |             |                              |                    |                  |                |                          |             | (27,361) |
| Income tax expense  |             |                              |                    |                  |                |                          |             | (9,374)  |
| Profit from discontinued operations                                       |             |                              |                    |                  |                |                          |             | 2,529    |
| Non-controlling interest  |             |                              |                    |                  |                |                          |             | (310)    |
| Loss for the year attributable to members of                              | the Company |                              |                    |                  |                |                          |             | (34,516) |
| Segment assets  | 180,758     | 122,675                      | 21,436             | 1,262            | 326,131        | 12,699                   |             | 338,830  |
| Segment liabilities   | 52,666      | 36,404                       | 9,224              | 474              | 98,768         | 106,962                  |             | 205,730  |

#### 2 Operating segments (continued)

|  | Geosciences   | International<br>Development | Project Management | Other Businesses | Total Segments | Unallocated<br>Corporate | Elimination | Total    |
|--|---------------|------------------------------|--------------------|------------------|----------------|--------------------------|-------------|----------|
| 2011   | \$'000        | \$'000                       | \$'000             | \$'000           | \$'000         | \$'000                   | \$'000      | \$'000   |
| Fee revenue  | 234,906       | 122,302                      | 46,915             | 6,910            | 411,033        | -                        | -           | 411,033  |
| Inter-segments revenue                                   | 195           | -                            | 1,161              | 9                | 1,365          | -                        | (1,365)     | -        |
| Reimbursable revenue                                     |               |                              |                    |                  |                |                          |             | 251,813  |
| Other income   |               |                              |                    |                  |                |                          |             | 1,976    |
| Total revenue from continuing operations                 |               |                              |                    |                  |                |                          |             | 664,822  |
| Segment EBITDA before impairment and restructuring costs | 22,741        | 15,412                       | 95                 | (543)            | 37,705         | (6,943)                  | -           | 30,762   |
| Restructure costs  | (3,852)       | (577)                        | (1,152)            | (1,009)          | (6,590)        | (2,500)                  | -           | (9,090)  |
| Impairment expense                                       | (5,586)       | -                            | (28,385)           | (18,744)         | (52,715)       | -                        | -           | (52,715) |
| Segment EBITDA   | 13,303        | 14,835                       | (29,442)           | (20,296)         | (21,600)       | (9,443)                  | -           | (31,043) |
| Depreciation and amortisation expense                    | (5,679)       | (3,032)                      | (1,289)            | (234)            | (10,234)       | -                        | -           | (10,234) |
| Segment EBIT result                                      | 7,624         | 11,803                       | (30,731)           | (20,530)         | (31,834)       | (9,443)                  | -           | (41,277) |
| Net interest expense                                     | -             | -                            | -                  | -                | -              | (15,446)                 | -           | (15,446) |
| Loss before income tax and discontinuing operations      |               |                              |                    |                  |                |                          |             | (56,723) |
| Income tax expense                                       |               |                              |                    |                  |                |                          |             | (4,904)  |
| Loss from discontinued operations                        |               |                              |                    |                  |                |                          |             | (8,217)  |
| Non-controlling interest                                 |               |                              |                    |                  |                |                          |             | 120      |
| Loss for the year attributable to members of             | f the Company |                              |                    |                  |                |                          |             | (69,724) |
| Segment assets   | 184,581       | 119,521                      | 54,650             | 3,282            | 362,034        | 5,851                    | -           | 367,885  |
| Assets held for sale                                     |               |                              |                    |                  |                |                          |             | 9,954    |
| Total assets   |               |                              |                    |                  |                |                          |             | 377,839  |
| Segment liabilities                                      | 52,424        | 40,393                       | 10,871             | 1,663            | 105,351        | 148,301                  | -           | 253,652  |
| Liabilities held for sale                                |               |                              |                    |                  |                |                          |             | 1,752    |
| Total liabilities  |               |                              |                    |                  |                |                          |             | 255,404  |

#### 2 Operating segments (continued)

| Geographical<br>Information  | 2012<br>\$'000              | 2012<br>\$'000     | 2012<br>\$'000      | 2011<br>\$'000              | 2011<br>\$'000   | 2011<br>\$'000   |
|--|-----------------------------|--------------------|---------------------|-----------------------------|--|--|
|  | Revenue and<br>other income | Non-current assets | Deferred tax assets | Revenue and<br>other income | Non-current assets   | Deferred tax assets  |
| Australia  | 423,491                     | 85,912             | 15,842              | 405,610                     | 112,005  | 14,524   |
| New Zealand  | 17,058                      | 6,019              | 790                 | 14,163                      | 19,856   | 438  |
| Americas   | 166,092                     | 28,253             | 1,971               | 188,098                     | 28,761   | 1,800  |
| UK   | 32,668                      | 12,796             | 9                   | 27,676                      | 13,144   | -  |
| Middle east  | 24,531                      | 730                | (2)                 | 33,064                      | 1,333  | 33   |
| Africa   | 14,304                      | 735                | 88                  | 11,958                      | 1,839  | 265  |
| Total  | 678,144                     | 134,445            | 18,698              | 680,569                     | 176,938  | 17,060   |
| Split by:  |                             |                    |                     |                             |  |  |
| Continuing   | 669,450                     | 134,445            | 18,698              | 664,822                     | 176,938  | 17,060   |
| Discontinuing  | 8,694                       | =                  | -                   | 15,747                      | =  | -  |
| Total  | 678,144                     | 134,445            | 18,698              | 680,569                     | 176,938  | 17,060   |
|  |                             |                    |                     |                             | 2012<br>\$'000   | 2011<br>\$'000   |
| Continuing operatio  | ns                          |                    |                     |                             | -  |  |
| Continuing operatio  | ns                          |                    |                     |                             | -  |  |
| • .  |                             |                    |                     |                             | \$'000   | \$'000<br>411,033  |
| Fee revenue  |                             |                    |                     |                             | <b>\$'000</b> 414,705  | \$'000<br>411,033<br>251,813   |
| Fee revenue Reimbursable revenu  |                             |                    |                     |                             | <b>\$'000</b> 414,705 252,890  | \$'000<br>411,033<br>251,813<br>662,846  |
| Fee revenue Reimbursable revenu Sub-total  | е                           |                    |                     |                             | \$'000<br>414,705<br>252,890<br>667,595  | \$'000<br>411,033<br>251,813<br>662,846  |
| Fee revenue Reimbursable revenu Sub-total Other income   | e<br>erations               |                    |                     |                             | \$'000<br>414,705<br>252,890<br>667,595<br>1,855                                     | \$'000<br>411,033<br>251,813<br>662,846<br>1,976                               |
| Fee revenue Reimbursable revenu Sub-total Other income Total – Continuing op   | e<br>erations               |                    |                     |                             | \$'000<br>414,705<br>252,890<br>667,595<br>1,855                                     | \$'000<br>411,033<br>251,813<br>662,846<br>1,976                               |
| Fee revenue Reimbursable revenu Sub-total Other income Total – Continuing op   | erations<br>tions           |                    |                     |                             | \$'000<br>414,705<br>252,890<br>667,595<br>1,855<br>669,450                          | \$'000<br>411,033<br>251,813<br>662,846<br>1,976<br>664,822                    |
| Fee revenue Reimbursable revenu Sub-total Other income Total – Continuing op  Discontinued operations  | erations<br>tions           |                    |                     |                             | \$'000<br>414,705<br>252,890<br>667,595<br>1,855<br>669,450                          | \$'000<br>411,033<br>251,813<br>662,846<br>1,976<br>664,822                    |
| Fee revenue Reimbursable revenu Sub-total Other income Total – Continuing op  Discontinued operative revenue Reimbursable revenue              | erations<br>tions           |                    |                     |                             | \$'000<br>414,705<br>252,890<br>667,595<br>1,855<br>669,450<br>6,821<br>636          | \$'000<br>411,033<br>251,813<br>662,846<br>1,976<br>664,822<br>12,609<br>3,138 |
| Fee revenue Reimbursable revenu Sub-total Other income Total – Continuing op  Discontinued operation Fee revenue Reimbursable revenu Sub-total | erations tions              |                    |                     |                             | \$'000<br>414,705<br>252,890<br>667,595<br>1,855<br>669,450<br>6,821<br>636<br>7,457 | \$'000<br>411,033<br>251,813<br>662,846<br>1,976<br>664,822<br>12,609<br>3,138 |

| 4 Expenses   | 2012                                  | 2011           |
|--|---------------------------------------|----------------|
| Profit before income tax for continuing operations | \$'000                                | \$'000         |
| includes the following specific expenses:          |                                       |                |
| Depreciation                                       |                                       |                |
| Plant and equipment                                | 3,764                                 | 3,969          |
| Leasehold improvements                             | 2,517                                 | 2,794          |
| Motor vehicles                                     | 561                                   | 871            |
| Total depreciation                                 | 6,842                                 | 7,634          |
| Amortisation                                       |                                       |                |
| Contracts  | 517                                   | 1,072          |
| Software   | 1,697                                 | 1,286          |
| Other  | 21                                    | 242            |
| Total amortisation                                 | 2,235                                 | 2,600          |
| Total depreciation and amortisation                | 9,077                                 | 10,234         |
| Other expenses                                     |                                       |                |
| Vehicle and equipment operating leases             | 4,741                                 | 4,320          |
| Communication expense                              | 4,953                                 | 6,317          |
| Bad and doubtful debt expense                      | (1,794)                               | 1,666          |
| Net loss on disposal of plant and equipment        | 764                                   | 390            |
| Other expenses                                     | 46,392                                | 45,510         |
| Total other expenses                               | 55,056                                | 58,203         |
| 5 Net finance costs                                |                                       | 2044           |
|  | 2012<br>\$'000                        | 2011<br>\$'000 |
| Interest income                                    | 255                                   | 574            |
| Interest expense                                   | (13,027)                              | (15,243)       |
| Ineffective hedge instruments expensed             | (2,072)                               | (777)          |
| Net finance costs                                  | (14,844)                              | (15,446)       |
|  | · · · · · · · · · · · · · · · · · · · |                |

| 6 Income tax expense   | 2012     | 2011                                  |
|--|----------|---------------------------------------|
|  | \$'000   | \$'000                                |
| a) Income tax expense  |          |                                       |
| Current tax  | 9,306    | 5,029                                 |
| Deferred tax   | 203      | 911                                   |
| Over provision in prior years  | (135)    | (1,036)                               |
| Income tax expense - continuing operations   | 9,374    | 4,904                                 |
| Income tax from discontinued operations  | 352      | (522)                                 |
| Total income tax expense   | 9,726    | 4,382                                 |
|  |          |                                       |
| b) Numerical reconciliation of income tax expense to prima facie tax payable           |          |                                       |
| Loss before tax from continuing operations   | (27,361) | (56,723)                              |
| Profit / (Loss) before tax from discontinued operations                                | 2,881    | (8,739)                               |
| Total loss before tax  | (24,480) | (65,462)                              |
|  | , ,      |                                       |
| Tax at the Australian tax rate of 30% (2011: 30%)                                      | (7,344)  | (19,638)                              |
| Tax effect of amounts which are not deductible/(taxable) in calculating taxable income |          |                                       |
| Share-based payments   | 254      | 213                                   |
| Tax incentive allowances   | (262)    |                                       |
| Current year losses for which no deferred tax asset was recognised                     | 437      | 1,609                                 |
| Derecognition of tax losses  | 1,005    | 1,994                                 |
| Impact of goodwill impairment  | 10,908   | 18,457                                |
| Effect of changes in tax legislation   | 1,168    | -                                     |
| Impact of foreign tax rates and other miscellaneous items                              | 1,737    | 2,337                                 |
| Non-deductible interest  | 868      | 254                                   |
| Other non-deductible expenses  | 1,090    | 192                                   |
|  | 9,861    | 5,418                                 |
| Over provision in prior years  | (135)    | (1,036)                               |
| Total income tax expense   | 9,726    | 4,382                                 |
| Total income tax expense is attributable to:   |          |                                       |
| Continuing operations  | 9,374    | 4,904                                 |
| Discontinued operations  | 352      | (522)                                 |
| Total income tax expense   | 9,726    | 4,382                                 |
|  | •        | , , , , , , , , , , , , , , , , , , , |
| c) Amounts recognised directly in equity   |          |                                       |
| Financial instruments  | 611      | (2,719)                               |
| Equity raising   | 907      | -                                     |
| Total  | 1,518    | (2,719)                               |

#### 7 Discontinued operations

In June 2011, the Group sold its Environmental consulting business based in Los Angeles, California (part of Geoscience segment), and committed to selling the Rail consulting business based in Melbourne, Victoria (part of other businesses).

At 30 June 2011, the Environmental consulting business was presented as a discontinued operation and the Rail consulting business was presented as a discontinuing operation as it was held for sale. In February 2012 the sale of the Rail consulting business was completed.

|  | Note | 2012    | 2011     |
|--|------|---------|----------|
|  |      | \$'000  | \$'000   |
| Results of discontinued operations                       |      |         |          |
| Revenue  | 3    | 7,457   | 15,747   |
| Expenses   |      | (5,813) | (14,360) |
| Transfer of foreign exchange on disposal of business     |      | -       | (1,102)  |
| Transfer of net investment hedge on disposal of business |      | -       | 560      |
| Goodwill impairment                                      | 12   | -       | (3,591)  |
| Profit/(Loss) from operating activities                  |      | 1,644   | (2,746)  |
| Income tax (expense)/benefit                             |      | (352)   | 522      |
| Profit/(Loss) from operating activities, net of tax      |      | 1,292   | (2,224)  |
| Profit /(Loss) on sale of discontinued operations        |      | 1,237   | (5,993)  |
| Profit /(Loss) for the year                              |      | 2,529   | (8,217)  |

The profit from discontinued operations of \$2,529,000 (2011: Loss of \$8,217,000) is attributed entirely to the owners of the Company.

|  | 2012   | 2011   |
|--|--------|--------|
|  | \$'000 | \$'000 |
| Cash flow from/(used in) discontinued operations |        |        |
| Net cash from operating activities               | 2,604  | (108)  |
| Net cash from investing activities               | -      | -      |
| Net cash from financing activities               | -      | -      |
| Net cash flows for the year                      | 2,604  | (108)  |

#### Effect of disposal of the Rail consulting business on the financial position of the Group

|                                     | 2012    |
|-------------------------------------|---------|
|                                     | \$'000  |
| Intangibles                         | (5,185) |
| Property, plant and equipment       | (242)   |
| Trade and other receivables         | (1,650) |
| Work in progress                    | (298)   |
| Trade and other payables            | 773     |
| Deferred tax assets                 | (263)   |
| Net assets and liabilities sold     | (6,865) |
| Net consideration                   | 8,102   |
| Profit on sale of the Rail business | 1,237   |

#### 8 Cash and cash equivalents

|   | 2012<br>\$'000 | 2011<br>\$'000 |
|---|----------------|----------------|
| Cash at bank and in hand                              | 34,130         | 23,680         |
| Cash at bank associated with held for sale businesses | <del>-</del>   | 60             |
| Sub Total   | 34,130         | 23,740         |
| Reconciliation to cash at the end of the year:        |                |                |
| Balances as above                                     | 34,130         | 23,740         |
| Bank overdraft  | -              | (5,948)        |
| Balances per statement of cash flows                  | 34,130         | 17,792         |
| 9 Cash deposits                                       |                |                |
|   | 2012<br>\$'000 | 2011<br>\$'000 |
| Current   |                |                |
| Interest bearing deposits                             | 3,127          | 2,922          |
| Non-current   |                |                |
| Interest bearing deposits                             | 412            | 3,005          |
| Total cash deposits                                   | 3,539          | 5,927          |

The interest bearing cash deposits relate to contract revenue received in advance and held on deposit as security against a standby letter of credit on issue for those contracts. Coffey is contractually entitled to periodically step down the letter of credit in line with delivery of the contract. Each step down enables the release of a corresponding amount from the cash held on deposit.

#### 10 Trade and other receivables 2012 2011 \$'000 \$'000 Trade receivables 102,742 103,054 Less allowance for impairment losses (3,200)(5,859)99,542 97,195 Prepayments 5,510 7,125 Project advances 5,015 5,100 Other receivables 2,423 2,592 Sub total 112,575 111,927 Reclassification to assets held for sale 3,133 Total 112,575 115,060

| 11 Plant and equipment                   | Plant and equipment | Leasehold improvements | Motor vehicles | Total    |
|--|---------------------|------------------------|----------------|----------|
|  | \$'000              | \$'000                 | \$'000         | \$'000   |
| Year ended 30 June 2012                  | \$ 000              | \$ 000                 | \$ 000         | \$ 000   |
| Opening net book amount                  | 12,177              | 13,114                 | 1,340          | 26,631   |
| Additions                                | 6,057               | 1,098                  | 297            | 7,452    |
| Disposals                                | (37)                | (723)                  | (124)          | (884)    |
| Impairment of plant and equipment        | (1,057)             | (. =5)                 | -              | (1,057)  |
| Depreciation - continuing operations     | (3,760)             | (2,517)                | (565)          | (6,842)  |
| Depreciation - discontinued operations   | (14)                | (38)                   | (4)            | (56)     |
| Foreign exchange rate differences        | (10)                | (62)                   | 3              | (69)     |
| Closing net book amount                  | 13,356              | 10,872                 | 947            | 25,175   |
| At 30 June 2012                          | -,                  | -,-                    |                |          |
| Cost                                     | 38,410              | 23,052                 | 5,099          | 66,561   |
| Accumulated depreciation                 | (23,987)            | (12,118)               | (4,155)        | (40,260) |
| Accumulated impairment                   | (1,057)             | -                      | -              | (1,057)  |
| Foreign exchange rate differences        | (10)                | (62)                   | 3              | (69)     |
| Net book amount                          | 13,356              | 10,872                 | 947            | 25,175   |
| Year ended 30 June 2011                  |                     |                        |                |          |
| Opening net book amount                  | 14,096              | 8,318                  | 2,130          | 24,544   |
| Additions                                | 3,358               | 7,857                  | 396            | 11,611   |
| Disposals                                | (180)               | -                      | (197)          | (377)    |
| Depreciation charge                      | (4,046)             | (2,796)                | (878)          | (7,720)  |
| Foreign exchange rate differences        | (997)               | (49)                   | (84)           | (1,130)  |
| Reclassification to assets held for sale | (54)                | (216)                  | (27)           | (297)    |
| Closing net book amount                  | 12,177              | 13,114                 | 1,340          | 26,631   |
| At 30 June 2011                          |                     |                        |                |          |
| Cost                                     | 33,322              | 22,715                 | 4,930          | 60,967   |
| Accumulated depreciation                 | (21,145)            | (9,601)                | (3,590)        | (34,336) |
| Net book amount                          | 12,177              | 13,114                 | 1,340          | 26,631   |

| 12 Intangible assets                     |           |          |          | Other       |          |
|--|-----------|----------|----------|-------------|----------|
| •  | Contracts | Software | Goodwill | Intangibles | Total    |
|  | \$'000    | \$'000   | \$'000   | \$'000      | \$'000   |
| Year ended 30 June 2012                  |           |          |          |             |          |
| Opening net book amount                  | 852       | 6,281    | 139,926  | 21          | 147,080  |
| Intangible additions                     | -         | 184      | -        | -           | 184      |
| Amortisation charge                      | (517)     | (1,697)  | -        | (21)        | (2,235)  |
| Impairment                               | -         | -        | (36,361) | -           | (36,361) |
| Foreign exchange rate differences        | 10        | (95)     | 53       | -           | (32)     |
| Closing net book amount                  | 345       | 4,673    | 103,618  | -           | 108,636  |
| At 30 June 2012                          |           |          |          |             |          |
| Cost or fair value                       | 10,987    | 8,998    | 197,860  | 3,700       | 221,545  |
| Accumulated amortisation                 | (10,652)  | (4,159)  | -        | (3,700)     | (18,511) |
| Accumulated impairment                   | -         | (71)     | (94,295) | -           | (94,366) |
| Foreign exchange rate differences        | 10        | (95)     | 53       | -           | (32)     |
| Net book amount                          | 345       | 4,673    | 103,618  | -           | 108,636  |
| Year ended 30 June 2011                  |           |          |          |             |          |
| Opening net book amount                  | 2,132     | 6,796    | 216,862  | 265         | 226,055  |
| Intangible additions                     | -         | 988      | -        | -           | 988      |
| Disposals*                               | -         | (34)     | (5,220)  | -           | (5,254)  |
| Amortisation charge                      | (1,073)   | (1,286)  | -        | (241)       | (2,600)  |
| Impairment - continuing                  | -         | -        | (52,715) | -           | (52,715) |
| Impairment - discontinuing               | -         | -        | (3,591)  | -           | (3,591)  |
| Foreign exchange rate differences        | (207)     | (183)    | (10,225) | (3)         | (10,618) |
| Reclassification to assets held for sale | -         | -        | (5,185)  | -           | (5,185)  |
| Closing net book amount                  | 852       | 6,281    | 139,926  | 21          | 147,080  |
| At 30 June 2011                          |           |          |          |             |          |
| Cost or fair value                       | 10,987    | 8,814    | 197,860  | 3,700       | 221,361  |
| Accumulated amortisation                 | (10,135)  | (2,462)  | -        | (3,679)     | (16,276) |
| Accumulated impairment                   | -         | (71)     | (57,934) | -           | (58,005) |
| Net book amount                          | 852       | 6,281    | 139,926  | 21          | 147,080  |

<sup>\*</sup> The disposal of \$5,220,000 in goodwill in 2011 relates to the sale of the Environmental consulting business in Los Angeles.

#### 12 Intangible assets (continued)

#### a) Impairment tests for goodwill

Goodwill is allocated to the Group's cash generating units (CGUs) or groups of CGUs identified on a service line basis.

A summary of the goodwill allocation as at 30 June 2012 by CGU is presented below:

|                             | 2012    | 2011    |
|-----------------------------|---------|---------|
|                             | \$'000  | \$'000  |
| Continuing operations       |         |         |
| Geotechnics                 | 27,645  | 28,469  |
| Environments                | 26,294  | 26,294  |
| Information                 | 1,419   | 1,405   |
| Mining                      | 12,608  | 11,997  |
| Sub-total – Geosciences     | 67,966  | 68,165  |
| Project Management          | -       | 37,048  |
| International Development   | 35,652  | 34,713  |
| Total continuing operations | 103,618 | 139,926 |
| Held for sale               | -       | 5,185   |
| Total goodwill              | 103,618 | 145,111 |

#### b) Key assumptions used for calculations

Goodwill Impairment tests for cash generating units

The recoverable amount of each CGU, or where applicable, groups of CGUs ("CGU's") is determined based on value in use (VIU) calculations for continuing operations. For discontinuing operations, the recoverable amounts have been determined on a fair value less cost to sell basis by reference to market value. The VIU calculations use cash flow projections based on financial plans approved by the Board of Directors' covering a four-year period, this being the time period over which the Company prepares its strategic plan. After year four, long-term growth rates of 3% were used.

The assumptions below have been used for the analysis for each CGU. Management prepared cashflow forecasts after assessing past performance and the future expectations for each CGU. The pre-tax discount rates used reflect the appropriate cost of capital for that CGU taking into account the specialised service line and geographical region of that CGU. In the comparative period, management engaged third party experts to determine an appropriate range of discount rates for each CGU. In the current period, management conducted an analysis of these discount rates and concluded that they still appropriately reflect the cost of capital for the company's CGUs. VIU was determined by discounting the future cashflows using the mid-point of the discount rates provided by third party experts based on the following assumptions:

| Cash Generating Unit      | Forecast Cashflow<br>Growth Rate*<br>2012 | Discount<br>rate<br>Pre-Tax<br>2012 |
|---------------------------|---|-------------------------------------|
| Geosciences               |   |                                     |
| Geotechnics               | 13%                                       | 19.8%                               |
| Environments              | 13%                                       | 18.6%                               |
| Information               | 22%                                       | 21.8%                               |
| Mining                    | 23%                                       | 20.5%                               |
| International Development | 7%  | 19.7%                               |

<sup>\*</sup>Average annual forecast growth in cashflows sourced from 4 year management strategic plans (pre shared overhead allocation). The cashflow growth incorporates forecasted revenue growth, margin improvement, further operating efficiencies and working capital management.

In 2011, growth rates averaged between 3% and 39% and discount rates ranged between 18.6% and 21.8% across all CGU's.

#### 12 Intangible assets (continued)

#### Geosciences - Sensitivity assumptions for impairment testing

Given the stronger growth rates forecasted in the Geoscience businesses compared to the other Coffey businesses, sensitivity analysis were performed on the growth rates used in each of the Geoscience CGU's by replacing the actual cash flows modelled with forecast cashflows that reflects the lower average industry growth rates forecast for the industries in which these consulting businesses operate. The average industry growth rates were derived from external market information which was weighted to fit with Coffey's basket of operations. Separate sensitivity analysis was also performed on the discount rates by using the high end discount rates for each CGU taking into account the specialised service line and geographical region of that CGU.

The following sensitivity assumptions were used for both the growth rates and discount rates:

# 2012 Sensitivity assumptions Forecast Industry Growth Rate High end Discount rate Geotechnics 5% 20.8% Environments 9% 19.6% Information 6% 22.9% Mining 10% 21.5%

#### Geotechnics

A decrease in the average cashflows pre overhead allocation (with no other underlying changes) to the growth rates shown in the table above would result in a reduction in the headroom for Geotechnics from \$119.5 million to \$48.1 million.

An increase in the discount rates to the high end as provided by the third party experts (with no other underlying changes) as shown in the above table would result in a reduction to the headroom from \$119.5 million to \$109.2 million.

No goodwill impairment would be required under any of these circumstances.

#### Environments

A decrease in the average cashflows pre overhead allocation (with no other underlying changes) to the growth rates shown in the table above would result in a reduction in the headroom for Environments from \$109.4 million to \$73.9 million.

An increase in the discount rates to the high end as provided by the third party experts (with no other underlying changes) as shown in the above table would result in a reduction to the headroom from \$109.4 million to \$102.8 million.

No goodwill impairment would be required under any of these circumstances.

#### Information

A decrease in the average cashflows pre overhead allocation (with no other underlying changes) to the growth rates shown in the table above would result in a goodwill impairment charge for Information of \$1.4 million from \$44.5 million of headroom.

An increase in the discount rates to the high end as provided by the third party experts (with no other underlying changes) as shown in the above table would result in a reduction to the headroom from \$44.5 million to \$40.6 million.

#### Mining

A decrease in the average cashflows pre overhead allocation (with no other underlying changes) to the growth rates shown in the table above would result in a goodwill impairment charge for Mining of \$8 million from \$28.5 million of headroom.

An increase in the discount rates to the high end as provided by the third party experts (with no other underlying changes) as shown in the above table would result in a reduction to the headroom from \$28.5 million to \$25 million.

#### 12 Intangible assets (continued)

#### International Development - Sensitivity assumptions for impairment testing

A decrease in the average cashflows pre overhead allocation in International Development of 5 percentage points (with no other underlying changes) would result in a goodwill impairment charge of \$4.8 million from \$3.3 million of headroom.

An increase in the discount rate to the high end of 20.9% (with no other underlying changes) would result in a goodwill impairment charge of \$1.5 million from \$3.3 million of headroom.

#### Project Management - Sensitivity assumptions for impairment testing

No sensitivity analysis was performed on Project Management as the goodwill associated with this CGU was fully impaired during the current year.

#### c) Goodwill impairment

During the year, an impairment write down of \$36,316,000 (2011: \$56,306,000) was recognised in the following areas:

| Continuing operations                  | 2012<br>\$'000 | 2011<br>\$'000 |
|--|----------------|----------------|
| Mining                                 | -              | 5,586          |
| Project Management                     | 36,316         | 28,385         |
| Other businesses - Commercial Advisory | -              | 18,744         |
| Total continuing operations            | 36,316         | 52,715         |
| Discontinuing operations               | -              | 3,591          |
| Total goodwill impairment              | 36,316         | 56,306         |

The goodwill impairment in the Project Management business in the current year is primarily driven by the continued weaker performance and softer recovery for that business, particularly through its exposure to the commercial property sector, for which there is increased uncertainty around the timing and magnitude of the sector's recovery. In addition the business refocused its operations primarily in Australia and New Zealand involving the significant downsizing of the Project Management business in the Middle East.

| 13 Trade and other payables                   | 2012<br>\$'000 | 2011<br>\$'000 |
|---|----------------|----------------|
| Trade payables                                | 23,319         | 19,703         |
| Unearned revenue                              | 5,867          | 8,914          |
| Other payables*                               | 23,786         | 28,516         |
| Sub total                                     | 52,972         | 57,133         |
| Reclassification to liabilities held for sale | -              | 988            |
| Total   | 52,972         | 58,121         |

<sup>\*</sup>Other payables includes provisions for onerous contracts for which provisions have been recognised relating to the provision of consulting services \$ nil (2011:\$242,935) for which the unavoidable costs of meeting the obligations under the contracts exceed the economic benefits expected to be derived from those contracts and vacant premises \$229,435 (2011:\$1,603,345) leased by the group.

| 14 Employee benefits                           | 2012<br>\$'000 | 2011<br>\$'000  |
|--|----------------|-----------------|
| Current  |                |                 |
| Annual leave                                   | 10,794         | 10,947          |
| Long service leave                             | 9,442          | 8,623           |
| Other employee benefit accruals                | 16,268         | 7,978           |
| Sub total                                      | 36,504         | 27,548          |
| Reclassification to liabilities held for sale  | -              | 734             |
| Current employee benefits                      | 36,504         | 28,282          |
| Non-current                                    |                |                 |
| Long service leave                             | 1,436          | 1,277           |
| Reclassification to liabilities held for sale  | -              | 30              |
| Non-current employee benefits                  | 1,436          | 1,307           |
| Total employee benefits liabilities            | 37,940         | 29,589          |
| 15 Loans and borrowings                        | 2012<br>\$'000 | 2011<br>\$'000  |
| Current  |                | 40.500          |
| Bills Payable                                  | -              | 40,500          |
| Finance lease and other liabilities  Sub Total | 99<br>99       | 323             |
| Bank Overdrafts                                | -              | 40,823<br>5,948 |
| Total current loans and borrowings             | 99             | 46,771          |
| Non-current                                    |                |                 |
| Bills payable                                  | 105,314        | 106,808         |
| Facility establishment fees                    | (1,765)        | (2,941)         |
| Finance lease and other liabilities            | 32             | 163             |
| Total non-current loans and borrowings         | 103,581        | 104,030         |
| Total loans and borrowings                     | 103,680        | 150,801         |
|  |                |                 |

#### 15 Loans and borrowings (continued)

#### Credit standby arrangements

|  | 2012    | 2011    |
|--|---------|---------|
|  | \$'000  | \$'000  |
| Total facilities                         |         |         |
| Secured bill and bank overdraft facility | 149,000 | 179,000 |
| Guarantee facility                       | 20,000  | 20,000  |
| Guarantee facility – contract specific   | 3,418   | 5,991   |
|  | 172,418 | 204,991 |
| Used at balance date                     |         |         |
| Secured bill and bank overdraft facility | 105,314 | 153,255 |
| Guarantee facility                       | 11,442  | 10,293  |
| Guarantee facility – contract specific   | 3,418   | 5,991   |
|  | 120,174 | 169,539 |
| Unused at balance date                   |         |         |
| Secured bill and bank overdraft facility | 43,686  | 25,745  |
| Guarantee facility                       | 8,558   | 9,707   |
| Guarantee facility – contract specific   | -       | -       |
|  | 52,244  | 35,452  |
| Bank loan facilities                     |         |         |
| Total facilities                         | 172,418 | 204,991 |
| Used at balance date                     | 120,174 | 169,539 |
| Unused at balance date                   | 52,244  | 35,452  |

#### **Group bank facility**

The Group cash advance and overdraft facilities of \$149,000,000 are a combination of \$69,000,000 for facility A, \$61,650,000 for facility B and overdraft facilities of \$18,350,000. In addition, the group has a general guarantee facility of \$20,000,000 and a specific client contract facility of USD\$3,472,968 (AUD\$3,418,276).

Facility A of \$69,000,000 and Facility B of \$61,650,000 have a three year term ending February 2014. The overdraft and the general guarantee facility are annual revolving facilities. The Group's facilities are subject to security over certain assets of the Group.

In addition to the above facilities, the Group has a \$4,000,000 credit card facility, and a \$10,000,000 EFT payment facility.

| 16 Dividends                                  | 2012<br>\$'000 | 2011<br>\$'000 |
|---|----------------|----------------|
| Ordinary shares                               |                | _              |
| Dividend provided for or paid during the year | -              | 4,205^         |

<sup>^</sup>Relates to 2010 final dividend. Dividends with respect to 2012: nil, dividends with respect to 2011: nil.

#### 17 Share capital

#### a) Movements in share capital

| Date     | Details   | Shares      | \$'000  |
|----------|---|-------------|---------|
|          | Balance at the beginning of the year  | 134,066,081 | 195,917 |
| Nov - 11 | Rights issue*   | 105,193,946 | 37,856  |
| Mar - 12 | Coffey Rewards Share Plan   | -           | (151)   |
| May - 12 | Sale of forfeited shares  | -           | 316     |
| May - 12 | Shares issued relating to deferred consideration for the purchase of Libra Advisory Group | 16,573,138  | 5,210   |
|          | Balance at the end of the year  | 255,833,165 | 239,148 |

<sup>\*</sup>Coffey International Limited raised net cash proceeds of \$36,948,445 under an entitlements issue that closed 8 November 2011. In addition deferred tax on capital raising costs of \$907,570 was credited to equity thus resulting in an increase of contributed equity of \$ 37,856,020. The equity capital raising was for a 1 for 1.75 accelerated non-renounceable entitlement offer of new shares in the Company at \$0.38 per share to eligible shareholders. An offer of any shortfall was also made to eligible shareholders and investors. These funds were used to assist with the recapitalisation of the Group balance sheet by reducing bank debt.

#### b) Ordinary shares

Ordinary shares entitle the holder to participate in dividends and proceeds on winding-up of the Company in proportion to the number of, and amounts paid on, the shares held.

On a show of hands, every holder of ordinary shares present at a meeting in person or by proxy is entitled to one vote, and upon a poll each share is entitled to one vote.

#### 18 Reconciliation of profit after income tax to net cash inflow from operating activities

|  | 2012     | 2011     |
|--|----------|----------|
|  | \$'000   | \$'000   |
| Loss for the year  | (34,206) | (69,844) |
| Depreciation and amortisation  | 9,133    | 10,320   |
| Non-cash employee benefits – share-based payments                      | 857      | 743      |
| Impairment expense   | 37,418   | 56,435   |
| Changes in fair value  | (322)    | (2,037)  |
| Net foreign exchange differences                                       | (468)    | (434)    |
| (Profit) / loss from sale of business                                  | (1,237)  | 5,993    |
| Net loss on sale of non-current assets                                 | 764      | 392      |
| Transfer of foreign exchange on disposal of business                   | -        | 542      |
| Amortisation of facility costs   | 1,176    | 1,156    |
| Non-cash vendor earn-out payment                                       | 1,625    | -        |
| Ineffective interest rate hedge  | 2,072    | 777      |
| Change in operating assets and liabilities net of disposal of business |          |          |
| (Increase) / Decrease trade debtors                                    | (862)    | 2,195    |
| (Increase) / Decrease in work in progress                              | (7,591)  | 14,182   |
| Decrease in other current receivables                                  | 1,699    | 116      |
| Decrease in non-current receivables                                    | 2,752    | 1,309    |
| Increase / (Decrease) in trade payables and employee benefits          | 2,593    | (29,158) |
| Decrease in tax balances   | 6,417    | 2,443    |
| Net cash inflow / (outflow) from operating activities                  | 21,820   | (4,870)  |

#### 19 Contingent liabilities

#### Guarantees

|  | 2012   | 2011   |
|--|--------|--------|
|  | \$'000 | \$'000 |
| Guarantees given in respect of performance under contracts and premises leases | 11,442 | 10,293 |
| Guarantee in respect of a specific contract                                    | 3,418  | 5,945  |
| Total guarantees on issue  | 14,860 | 16,238 |

These guarantees may give rise to liabilities in the Group if the subsidiaries do not meet their obligations under the terms of the bank overdrafts, loans, leases or other liabilities subject to the guarantees.

#### Other

As at the date of this report, there is no current litigation or pending or threatened litigation which would not be covered by professional indemnity insurance or has not already been provided for in the financial statements of the Group, is capable of reliable measurement, or which the likelihood of a material effect on the financial performance of the Group is not considered remote.

#### 20 Commitments

| 2012   | 2011   |
|--------|--------|
| \$'000 | \$'000 |

#### a) Capital commitments

There are no capital commitments as at 30 June 2012.

#### b) Lease commitments - operating

Commitments for minimum lease payments in relation to non-cancellable operating leases are payable as follows:

| 17,116 | 18,473                     |
|--------|----------------------------|
| 39,109 | 32,923                     |
| 21,748 | 24,192                     |
| 77,973 | 75,588                     |
|        |                            |
| 77,973 | 75,588                     |
|        | 39,109<br>21,748<br>77,973 |

The operating lease commitments above relate primarily to commercial premises, office, IT and laboratory equipment leases which expire from within one to fifteen years. These leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.

| 04 5   |               |               |
|--|---------------|---------------|
| 21 Earnings per share  | 2012          | 2011          |
|  | Cents         | Cents         |
| a) Basic earnings per share  |               |               |
| From continuing operations attributable to the ordinary equity holders of the  |               |               |
| company  | (17.5)        | (46.5)        |
| From discontinued operations   | 1.2           | (6.4)         |
| Total basic earnings per share attributable to the ordinary equity holders of the  | (40.0)        | (50.0)        |
| company  | (16.3)        | (52.9)        |
| b) Diluted earnings per share  |               |               |
| From continuing operations attributable to the ordinary equity holders of the  |               |               |
| company  | (17.5)        | (46.5)        |
| From discontinued operations   | 1.2           | (6.4)         |
| Total diluted earnings per share attributable to the ordinary equity holders of  | (40.0)        | (50.0)        |
| the company  | (16.3)        | (52.9)        |
| c) Reconciliations of earnings used in calculating earnings per share  |               |               |
| 3. The state of th | 2012          | 2011          |
|  | \$'000        | \$'000        |
| Basic earnings per share   | φ 000         | \$ 000        |
|  |               |               |
| Loss for the year  | (34,206)      | (69,844)      |
| Profit /(Loss) for the year attributable to non-controlling interests  | 310           | (120)         |
| Profit for the year attributable to the ordinary equity holders of the Company   |               |               |
| used in calculating basic earnings per share   | (34,516)      | (69,724)      |
| Diluted earnings per share   | • • •         | •             |
|  |               |               |
| Profit for the year attributable to the ordinary equity holders of the Company   | (0.4.54.0)    | (00.704)      |
| used in calculating diluted earnings per share   | (34,516)      | (69,724)      |
| d) Weighted average number of shares used as the   | 2012          | 2011          |
| denominator  | No. of shares | No. of shares |
| Weighted average number of ordinary shares used as the   |               |               |
| denominator in calculating basic earnings per share and operating earnings per share   | 211,290,542   | 132,134,692   |
| Carrings per snare   | 211,200,072   | 102, 104,032  |
| Weighted average number of ordinary shares and potential   |               |               |
| ordinary shares used as the denominator in calculating diluted   | 044 000 540   | 400 404 055   |
| earnings per share   | 211,290,542   | 132,134,692   |

As at 30 June 2012 8,993,248 shares held in trust and options (2011: 16,677,107) were excluded from the diluted weighted average number of ordinary shares calculation as their effect would have been anti-dilutive.

#### 22 Events occurring after the reporting date

No matter or circumstance has arisen since 30 June 2012 that has significantly affected, or may significantly affect:

- (a) the Group's operations in future financial periods, or
- (b) the results of those operations in future financial periods, or
- (c) the Group's state of affairs in the future financial periods.

#### 23 Compliance statement

This report is based on accounts in the process of being audited.