

**FACILITATE DIGITAL HOLDINGS LIMITED (FAC)**  
**ABN 84 093 823 253**  
**AND CONTROLLED ENTITIES**

**APPENDIX 4E**  
**PRELIMINARY FINAL REPORT**  
**FOR THE YEAR ENDED 30 JUNE 2007**

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### RESULTS FOR ANNOUNCEMENT TO THE MARKET

Please note that these results, the review of operations and financial statements, unless stated otherwise, are for Facilitate Digital. The discontinued operations of Purus Energy Ltd are covered in note 6.

	2007	2006	Movement	
	\$	\$	\$	%
Revenue from ordinary activities	3,193,471	2,558,144	635,327	25
Net profit/(loss) from ordinary activities after tax attributable to members	275,724	173,808	101,916	59
Net profit/(loss) for the period attributable to members	275,724	173,808	101,916	59

#### Dividends

Neither Facilitate Digital Holdings Limited, nor any of the controlled entities, proposes to declare or pay any dividends. There are no dividend or distribution re-investment plans in operation.

#### Audit

The Preliminary Final Report is based upon accounts which are in the process of being audited by AFS Chartered Accountants & Advisors. At the date of this report, there is neither any dispute with the auditors or likelihood that the accounts will be subject to qualification.

#### Review of Operations

In FY07 the company achieved several milestones including:

- The reverse takeover of Purus Energy Ltd and relisting of the new combined entity on the ASX as Facilitate Digital Holdings Ltd (ASX:FAC).
- Opening of three new offices across Asia and Europe.
- Established a world class executive and regional management team.
- Launched a leading search marketing solution.
- Accelerated investment in product development (to culminate in the global launch of a world leading integrated platform in September 2007).
- Installed global infrastructure to prepare for offshore client activity.
- Created an Innovation Division, dedicated to the task of pursuing innovative new capabilities via proprietary developments or partnerships.
- Announced terms relating to the conditional agreement to purchase leading direct marketing technology provider Impact Data Pty Ltd; and
- Maintained profitability despite merger transaction costs and increased development research & development and market development (within the framework prescribed by the company's capital plan).

During the year there was a 25% growth in revenue from \$2.6m to \$3.2m with net profit after tax of \$276K, despite the significant increase in investment in research and development, and market development initiatives, as per the FY07 business plan. This investment will provide the framework in which FY08 is forecast to deliver strong profitable growth at a rate that will outpace industry growth. In particular, in the context of:

- Being able to offer for the first time, a leading edge, search marketing product (launched May 2007). This is the first complete search offering Facilitate Digital has taken to market, a segment now worth \$399m (source: Audit Bureau of Verification Services (ABVS) Search and Directories category) in Australia alone.
- Internationalized entire product range to facilitate regional and global client contracts.
- Strong revenue growth in offshore markets, including Europe, Asia and the UK.
- Product, technology and sales synergies between Facilitate Digital and Impact Data Pty Ltd.
- Access to economies of scale derived from growth.
- Capital structure providing the opportunity for acquisition of profitable, synergistic growth.

The net result of the Purus Energy Ltd acquisition and ongoing operations was an increase in cash at year end from \$383k to \$2.5m and an increase in net assets from \$600k to \$5.3m.

### Significant Events

Purus Energy Ltd (Purus) changed its name to Facilitate Digital Holdings Limited (FAC) in April 2007. Purus was previously involved in coal seam gas exploration. On 12 April 2007, the Company announced its decision to discontinue exploration activities. This announcement was made subsequent to approval by the group's management and shareholders.

Under the terms of a Merger and Implementation Agreement pursuant to that disposal, Purus agreed to acquire all of the issued shares in Facilitate Digital in return for the issue of securities in Purus to the Vendors.

The Company also consolidated its share capital on a 2-for-7 basis to satisfy the minimum value per share (\$0.20) requirements of the ASX Listing Rules and issued 42,867,085 options related to the transaction.

On 12 April 2007, the Company changed its name to Facilitate Digital Holdings Limited.

On 19 April 2007, the Company announced the completion of the purchase of Facilitate Digital Pty Ltd. Under the terms of the agreement, the Company agreed to acquire all of the issued shares in Facilitate Digital Pty Ltd in return for the issue of securities in the Company to the Vendors.

On 30 April 2007, Directors of the Company approved the establishment of the Facilitate Group Employee Share Option Plan (ESOP).

### DETAILS OF ASSOCIATES AND JOINT VENTURE ENTITIES

Name of Entity	Percentage Held		Share of Net Profit \$	
	Current Period	Previous Period	Current Period	Previous Period
Facilitate Digital Europe Marketing Technology Limited	50%	-	(10,017)	-

**CONSOLIDATED INCOME STATEMENT FOR THE YEAR ENDED 30 JUNE 2007**

	Note	Group	
		2007 \$	2006 \$
Revenue	2	3,193,471	2,558,144
Cost of Sales		(476,370)	(309,198)
Distribution expenses		(497)	(207)
Administrative expenses		(140,925)	(269,585)
Marketing expenses		(113,965)	(80,209)
Occupancy expenses		(143,875)	(87,186)
Employee expense		(1,324,201)	(1,253,795)
Depreciation and amortisation expense		(257,892)	(67,624)
Other expenses		(514,934)	(285,071)
Finance costs		(15,442)	(15,161)
Share of net profits of associates and joint ventures		(13,775)	-
<b>Profit before income tax</b>	4	191,595	190,108
Income tax expense	5	84,130	(16,300)
<b>Profit from continuing operations</b>		275,725	173,808
Profit/(loss) from discontinued operations	6	-	-
<b>Profit for the year</b>		<b>275,725</b>	<b>173,808</b>
Basic earnings per share (cents per share)		1.63	9.2
Diluted earnings per share (cents per share)		1.42	9.2

## CONSOLIDATED BALANCE SHEET AS AT 30 JUNE 2007

	Note	Group 2007 \$	2006 \$
<b>ASSETS</b>			
<b>CURRENT ASSETS</b>			
Cash and cash equivalents		2,511,255	382,973
Trade and other receivables		1,090,609	767,942
Other current assets		-	5,331
<b>TOTAL CURRENT ASSETS</b>		<b>3,601,864</b>	<b>1,156,246</b>
<b>NON-CURRENT ASSETS</b>			
Financial Assets		41,570	-
Property, plant and equipment		114,104	57,547
Deferred tax assets		117,242	36,871
Intangible assets	7	2,043,187	96,842
Other non-current assets		100,342	-
<b>TOTAL NON-CURRENT ASSETS</b>		<b>2,416,445</b>	<b>191,260</b>
<b>TOTAL ASSETS</b>		<b>6,018,309</b>	<b>1,347,506</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables		483,676	654,891
Current tax liabilities		75,459	44,322
Provisions		158,025	48,731
<b>TOTAL CURRENT LIABILITIES</b>		<b>717,160</b>	<b>747,944</b>
<b>NON-CURRENT LIABILITIES</b>			
Provisions		(29,856)	-
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>(29,856)</b>	<b>-</b>
<b>TOTAL LIABILITIES</b>		<b>687,304</b>	<b>747,944</b>
<b>NET ASSETS</b>		<b>5,331,005</b>	<b>599,562</b>
<b>EQUITY</b>			
Issued capital		5,397,266	676,957
Reserves		-	4,003
Retained earnings/(Accumulated losses)	8	(48,261)	(81,398)
Parent interest		5,331,005	599,562
<b>TOTAL EQUITY</b>		<b>5,331,005</b>	<b>599,562</b>

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2007**

(INCLUDING PURUS ENERGY LTD AS PER NOTE 6)

	Note	Group	
		2007 \$	2006 \$
<b>Cash flows from operating activities</b>			
Receipts from customers		2,633,453	2,249,074
Payments to suppliers and employees		(2,741,059)	(2,028,223)
Interest received		30,722	7,567
Finance costs		(15,442)	(15,161)
Income tax paid		(74,178)	(37,205)
Net cash provided by (used in) operating activities		(166,504)	176,052
<b>Cash flows from investing activities</b>			
Purchase of property, plant and equipment		(100,437)	(52,849)
Purchase of other non-current assets		(1,429,483)	(136,717)
Payment for post-acquisition costs		(103,610)	-
Opening cash received following the acquisition of Purus Energy Ltd		3,928,315	-
Net cash provided by (used in) investing activities		2,294,785	(189,566)
<b>Cash flows from financing activities</b>			
Proceeds from issue of shares		-	100,000
Net cash provided by (used in) financing activities		-	100,000
<b>Net increase/(decrease) in cash held</b>		2,128,281	86,486
Cash at beginning of financial year		382,973	296,487
<b>Cash at end of financial year</b>	11	2,511,254	382,973

**Reconciliation of Cash**

For the purposes of the statement of cash flows, cash included cash on hand and in banks. Cash at the end of the financial year as shown in the statement of cash flows is reconciled to the balance sheet as follows.

**Cash at the beginning of the financial year**

Cash at bank	382,973	296,487
	<u>382,973</u>	<u>296,487</u>

**Cash at the end of the financial year**

Cash at bank	2,511,254	382,973
	<u>2,511,254</u>	<u>382,973</u>

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 1: BASIS OF PREPARATION OF PRELIMINARY FINAL REPORT**

The Preliminary Final Report has been prepared in accordance with ASX listing rule 4.3A and has been derived from the unaudited Financial Report. The Financial Report has been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board and the *Corporations Act 2001*.

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

This Financial Report has been prepared in accordance with the Australian equivalents to International Financial Reporting Standards (A-IFRS). Please note that unless stated otherwise, the accounts are for Facilitate Digital. The discontinued operations of Purus Energy Ltd are covered in note 6.

The following significant accounting policies have been adopted in the preparation and presentation of the Financial Report:

**Accounting Policies****a. Principles of Consolidation****(i) Controlled entities**

A controlled entity is any entity Facilitate Digital Holdings Limited has the power to control the financial and operating policies of so as to obtain benefits from its activities.

The financial statements of controlled entities are prepared for the same reporting period as the parent company, using consistent accounting policies.

All inter-company balances and transactions between entities in the economic entity, including any unrealised profits or losses, have been eliminated on consolidation. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with those policies applied by the parent entity.

Where controlled entities have entered or left the economic entity during the year, their operating results have been included/excluded from the date control was obtained or until the date control ceased.

**(ii) Investments in joint venture entities**

The Group's interests in joint venture entities are accounted for, where material, using the equity method. In the Company's financial statements investments in joint venture entities are carried at cost.

**b. Income Tax**

Taxation has been calculated based upon a grouping of companies for tax purposes, where available.

The charge for current income tax expense is based on the profit for the year adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or are substantially enacted by the balance sheet date.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the income statement except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 1: BASIS OF PREPARATION OF PRELIMINARY FINAL REPORT**

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

c. **Property, Plant and Equipment**

Each class of property, plant and equipment is carried at cost or fair value less, where applicable, any accumulated depreciation and impairment losses.

d. **Plant and equipment**

Plant and equipment is measured on the cost basis.

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

e. **Depreciation**

The depreciable amount of all fixed assets including building and capitalised lease assets, but excluding freehold land, is depreciated on a straight-line basis over their useful lives to the economic entity commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements. The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period, with the effect of any changes recognised on a prospective basis.

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

<b>Class of Fixed Asset</b>	<b>Depreciation Rate</b>
Leasehold improvements	25%
Office/Computer Equipment	33%
Furniture	100%
In-House Software	40%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the income statement. When revalued assets are sold, amounts included in the revaluation reserve relating to that asset are transferred to retained earnings.

f. **Interests in Joint Ventures**

Interests in joint venture entities are brought to account using the equity method of accounting in the consolidated financial statements.

g. **Intangibles**

**Goodwill**

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 1: BASIS OF PREPARATION OF PRELIMINARY FINAL REPORT**

Goodwill and goodwill on consolidation are initially recorded at the amount by which the purchase price for a business or for an ownership interest in a controlled entity exceeds the fair value attributed to its net assets at date of acquisition. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill on acquisition of associates is included in investments in associates. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

**Patents, trademarks and licences**

Patents and trademarks are recognised at cost of acquisition. Patents and trademarks have a finite life and are carried at cost less any accumulated amortisation and any impairment losses. Amortisation is charged on a straight line basis over their estimated useful lives. The estimated useful life and amortisation method is reviewed at the end of each annual reporting period, with any changes being recognised as a change in accounting estimate.

**Research and development**

Expenditure during the research phase of a project is recognised as an expense when incurred. Development costs are capitalised only when technical feasibility studies identify that the project will deliver future economic benefits and these benefits can be measured reliably.

Capitalised development costs have a finite life and are amortised on a systematic basis matched to the future economic benefits over the useful life of the project once the products or services to which the costs relate have been commercialised or are being sold to customers.

**h. Employee Benefits**

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

Provision is made for the company's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within 1 year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than 1 year have been measured at the present value of the estimated future cash outflows to be made for those benefits.

**Equity-settled compensation**

The cost to the company of the employee share option plan is expensed in the income statement using the Black-Scholes method.

**i. Provisions**

Provisions are recognised when the Group has a present obligation (legal or constructive), as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

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. When a provision is measured using the cashflows estimated to settle the present obligation, its carrying amount is the present value of those cashflows.

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

**j. Cash and Cash Equivalents**

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 1: BASIS OF PREPARATION OF PRELIMINARY FINAL REPORT**

For the purposes of the cash flow statement, cash and cash equivalents comprise short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value. They are held for the purposes of meeting short term cash commitments (rather than for investment or other purposes) and include: cash and liquid assets, amounts, and bank overdrafts.

**k. Revenue**

Revenue from services and the sale of goods is recognised upon the delivery of those services or goods to customers.

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets. All revenue is stated net of the amount of goods and services tax (GST).

**l. Goods and Services Tax (GST)**

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST.

Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 2: REVENUE**

	2007	2006
	\$	\$
<b>Revenue</b>		
— Services revenue	3,055,753	2,550,577
— Interest received	30,722	7,567
— Discount on the acquisition of Purus Energy Ltd	106,996	-
<b>Total Revenue</b>	<u>3,193,471</u>	<u>2,558,144</u>

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 3: SEGMENT INFORMATION**

At this stage of the company's development, no distinct segments have emerged. Therefore, there is no segmentation of results included in this report.

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 4: PROFIT FROM CONTINUING ACTIVITIES**

<b>Profit before income tax has been determined after:</b>	2007	2006
	\$	\$
<b>Expenses:</b>		
Finance costs	15,442	15,161
Foreign currency translation losses	1,913	11,709
Bad and doubtful debts	48,045	36,660

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 4: PROFIT FROM CONTINUING ACTIVITIES**

<b>Profit before income tax has been determined after:</b>	<b>2007</b>	<b>2006</b>
	<b>\$</b>	<b>\$</b>
Depreciation of plant and equipment	43,880	27,749
Amortisation of non-current assets	214,012	39,875
Remuneration of the auditors:		
— AFS	41,040	-
— Pitcher	17,100	27,009

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 5: INCOME TAX EXPENSE**

	<b>2007</b>	<b>2006</b>
	<b>\$</b>	<b>\$</b>
a. The components of tax expense comprise:		
Current tax	-	43,947
Deferred tax	(84,130)	(17,513)
Over/Under provision in respect of prior years	-	(10,134)
	<u>(84,130)</u>	<u>16,300</u>
Deferred income tax (revenue)/expense included in income tax comprises:		
Increase in deferred tax assets	(84,130)	(17,513)
	<u>(84,130)</u>	<u>(17,513)</u>
b. The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax as follows:		
Prima facie tax payable on profit from ordinary activities before income tax at 30% (2006 - 30%)	57,478	57,032
Add/(deduct): Tax effect of amounts which are not deductible/(assessable)		
Tax effect of:		
— Entertainment	4,239	5,419
— Over/Under provision in respect of prior years	-	(10,134)
— Research & development claim	(620,608)	(79,381)
— Deferred tax assets not recognised	511,125	45,025
— Prior year tax losses utilised	(8,026)	(1,418)
— Discount on acquisition of Purus Energy Ltd	(32,098)	-
— Share of income tax expense of joint venture	3,760	-
— Other	-	(243)
Income tax attributable to entity	<u>(84,130)</u>	<u>16,300</u>
c. Current Tax Liability		
Balance at the beginning of the year	44,322	47,714
Income Tax	-	43,947

Tax payments	(74,178)	(37,205)
Over provision in prior year	-	(10,134)
	<u>(29,856)</u>	<u>44,322</u>

## d. Deferred Tax Asset Balances

Accruals	63,025	13,488
Provisions for doubtful debts	16,910	10,896
Provisions for Annual Leave & Long Service Leave	47,406	
Employee benefits	-	12,487
	<u>127,341</u>	<u>36,871</u>

## Deferred tax asset not brought to account

Tax Losses	556,752	52,768
Timing Differences	-	2,746
Accruals	-	-
	<u>556,752</u>	<u>55,514</u>

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 6: DISCONTINUED OPERATIONS**

The financial performance of the discontinued operations of Purus Energy Ltd to the date of acquisition have been eliminated on consolidation and therefore do not appear in the group income statement. They were:

	<b>2007</b>	<b>2006</b>
	<b>\$</b>	<b>\$</b>
Revenue	212,582	345,667
Expenses	(1,124,960)	(4,054,827)
Profit/(loss) before income tax	(912,378)	(3,709,160)
Profit/(loss) attributable to members of the parent entity	(912,378)	(3,709,160)
Income tax expense	-	-
Profit/(loss) after income tax	<u>(912,378)</u>	<u>(3,709,160)</u>

The net cash flows of the discontinued operations of Purus Energy Ltd which have been incorporated into the statement of cash flows are as follows:

Net cash inflow/(outflow) from operating activities	(473,246)	(4,007,545)
Net cash inflow/(outflow) from investing activities	(896,361)	(55,683)
Net cash inflow/(outflow) from financing activities	300,000	8,474,189
Net cash increase in cash generated by the discontinuing division	<u>(1,069,607)</u>	<u>4,410,961</u>

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 7: INTANGIBLE ASSETS**

	2007 \$	2006 \$
<b>Development</b>		
Cost	1,429,482	-
Accumulated amortisation and impairment	(145,611)	-
Net carrying value	<u>1,283,871</u>	<u>-</u>
<b>Trademarks and licences</b>		
Cost	136,717	136,717
Accumulated amortisation and impairment	(108,275)	(39,875)
Net carrying value	<u>28,442</u>	<u>96,842</u>
<b>Other</b>		
Cost	730,874	-
Accumulated amortisation and impairment	-	-
Net carrying value	<u>730,874</u>	<u>-</u>
Total intangibles	<u><u>2,043,187</u></u>	<u><u>96,842</u></u>

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 8: RETAINED EARNINGS\ACCUMULATED LOSSES**

	2007 \$	2006 \$
Accumulated losses at the beginning of the financial year	(81,398)	(255,206)
Net profit attributable to members of the Company	275,724	173,808
Other	(242,587)	-
Accumulated losses at the end of the financial year	<u>(48,261)</u>	<u>(81,398)</u>

**NOTES TO THE PRELIMINARY FINAL REPORT****NOTE 9: EVENTS AFTER BALANCE DATE****(a) Employee Share Option Plan**

On 30 April 2007 the Company established the Facilitate Digital Holdings Limited Employee Share Option Plan (the Plan). On 20 July 2007 the Company revised the Plan. Employees are eligible to participate in the plan upon nomination by the Board from time to time who are at the time of the offer a full or part time employee of the Company or a Subsidiary, but excluding any Director of the Company. 3,697,000 ordinary share options have been allocated to this plan. The Options are of three types:

- At an exercise price of \$0.50 with vesting from the date of grant and with an exercise period of 2 years from the date of vesting
- At an exercise price of \$0.80 with vesting in 1 year from the date of grant and with an exercise period of 2 years from the date of vesting
- At an exercise price of \$1.00 with vesting in 2 years from the date of grant and with an exercise period of

**NOTES TO THE PRELIMINARY FINAL REPORT**

**NOTE 9: EVENTS AFTER BALANCE DATE**

2 years from the date of vesting

**(b) Acquisition**

**On 25 July 2007**, the company announced it had reached a conditional agreement to acquire 100 per cent of the shares in leading direct marketing technology provider, Impact Data Pty Ltd on an earn-out model.

Facilitate Digital will acquire Impact Data in a combined cash and scrip offer and the agreement is subject to a capital raising and other usual commercial conditions. The final purchase price will be determined by a variable multiple of Impact Data's net earnings before interest and tax (EBIT) for the year ended 30 June 2008 and will be paid in equal amounts of cash and ordinary shares. The ordinary shares are to be issued at approximately 50 cents each. \$6.25m of the final purchase price (half in shares and half in cash) is payable up front.

The multiples pertaining to the final purchase price are as follows:

- X 6.25 EBIT (as defined) up to \$3m
- X 7.00 EBIT (as defined) in excess of \$3m up to \$4m
- X 7.50 EBIT (as defined) in excess of \$4m

Based on Impact Data's EBIT forecast, Facilitate Digital will ultimately issue 6.25m ordinary shares to Impact Data shareholders, or approximately 6.8 per cent of existing ordinary capital.

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