Altium

Annual Financial Report 2013

Altium Limited ACN 009 568 772

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Directors	Samuel Weiss - Non-executive Chairman Kayvan Oboudiyat - Chief Executive Officer Aram Mirkazemi - Executive Director Carl Rooke - Non-executive Director Dr David Warren - Non-executive Director
Company secretaries	Kayvan Oboudiyat (BE (Hons) GDA FAICD) Alison Raffin (BBus, ACSA)
Notice of annual general meeting	The annual general meeting of Altium Limited: will be held at: Yuan Room Level 2, Christie Conference Centre 3 Spring Street, Sydney, NSW 2000 time: 3.00pm date: Wednesday 6th November 2013
Registered office	3 Minna Close Belrose, NSW 2085 Australia
Principal place of business	3 Minna Close Belrose, NSW 2085 Australia
Share register	Computershare Investor Services Pty Limited Level 3, 60 Carrington Street, Sydney NSW 2000 Australia 1 300 850 505, Overseas +61 3 9415 4000
Auditor	PricewaterhouseCoopers 201 Sussex Street Sydney NSW 2000 +61 2 8266 0000
Stock exchange listing	Altium Limited shares are listed on the Australian Securities Exchange (ASX code: ALU)
Website	www.altium.com

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Altium Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled for the year ended 30 June 2013.

Directors
The following persons were directors of Altium Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Samuel Weiss
Kayvan Oboudiyat
Carl Rooke
Dr David Warren

The following persons were directors of Altium Limited for part of the financial year:

Aram Mirkazemi (appointed 16 October 2012)
Nicholas Martin (ceased 15 October 2012)
William Bartee (retired 29 November 2012)

Principal activities
During the financial year the principal continuing activities of the consolidated entity consisted of the development and sales of computer software for the design of electronic products.

Dividends
Dividends paid during the financial year were as follows:

	2013 US$'000	2012 US$'000
Final dividend for the year ended 30 June 2012 of AU 5 cents	5,663	-
Interim dividend for the half year ended 31 December 2012 of AU 3 cents	3,428	-
	9,091	-

The Directors have declared a final unfranked dividend of AU 8 cents per share (2012: AU 5 cents) paid out of current year profits for the year ended 30 June 2013. This amounts to a total dividend of US$8,115,000 based on the total number of shares outstanding.

Significant changes in the state of affairs
There were no significant changes in the state of affairs of the consolidated entity during the financial year.

Review of operations

Financial Highlights

Altium achieved a record full year result and generated its first profit before tax since 2007. Key drivers to the result were solid growth across revenue (up 12%), and net profit before tax (up 100+%). Earnings were strong for the financial year with net profit before tax up to US$3.4 million from a loss of US$3.6 million attributable to strong sales and diligent operating cost management

Cash flows were solid with operating cash flow of US$12.3 million, up 44% on the previous corresponding period.

The balance sheet continues to grow in strength with cash up 11% from the previous corresponding period. Altium carries no debt with the exception of operating finance leases. Net current assets excluding deferred revenue increased to US$24.7 million from US$19.9 million, after paying dividends of US$9.1 million since 30 June 2012.

The Altium Board assesses the performance of the business using two key financial metrics, invoiced sales to customers and underlying profit. Underlying profit contains adjustments from statutory profit before tax for deferred revenue, one-off and non-cash items such as restructuring costs and share based payments to give a clearer picture of the underlying earnings of the business. Sales increased 13% compared to the prior year, and underlying profit was also up to US$20.1 million from US$13.6 million.

All operating regions maintained their contribution to sales growth during the year.

A summary of consolidated results is set out below. For more detailed description of the reconciling items between statutory and underlying profit refer to Note 3 of these financial statements.

	2013 US$'000	2012 US$'000
Sales to customers	69,244	61,240
Operating cash expenses and depreciation*	(49,107)	(47,606)
Underlying profit	**20,137**	**13,634**
Restructuring costs	(2,554)	(889)
Release of onerous lease provision	1,733	(8,026)
Share Based Payments	(5,224)	22
Other non-cash items	(10,598)	(8,381)
Profit/(Loss) before income tax	**3,494**	**(3,640)**
Income tax (expense)/benefit	(2,128)	9,717
Profit after income tax	**1,366**	**6,077**

* *Depreciation charge is considered part of normal operating expenses and accordingly factored into underlying profit.*

Net profit before tax increased more than 100% to US$3.5 million from a loss position of US$3.6 million in the prior year. Key contributions to the increase in net profit were:

- Revenue increased by US$6.8 million, mainly from continuing subscription growth over the past two years.

- Rental expenses reduced as a result of the on-going release of the onerous lease provision for underutilised office space in Australia. The amount released in financial year ended 30 June 2013 was US$1.7 million.

- Depreciation and amortisation charges reduced from US$3.8 million to US$2.1 million as intangible assets became fully amortised. No research and development costs were capitalised in either financial year ended 30 June 2013 or 30 June 2012.

- Share based payments of US$5.2 million was booked for 2013 as a result of the vesting of shares issued under the employee share plan. In 2013 approximately 80% of the shares of the plan had vested and so the 2013 expense represents over 80% of the costs of the share grant. The share based payment to be expensed over the remaining 2 year vesting period will be significantly lower.

- Restructuring costs incurred during the year included cash cost related to redundancy expenses as well as break costs incurred with the discontinuation of certain non-core projects.

Underlying profit increased 48% to US$20.1 million. Key contributions to the underlying profit growth were:

- Sales growth in all regions by US$8.0 million, with US sales increasing by US$4.6 million and EMEA by US$2.1 million. In product terms Altium Designer subscription sales increased by 26% to US$32.4 million.

- Operating expenses were held to an increase of 3% in total.

Analysis of key items below Underlying profit to reconcile to net profit before tax:

- Information regarding restructuring costs can be found in the net profit before tax section above.

- An onerous lease provision was booked in 2012 in relation to the underutilised Sydney office facility. During the year, the actual cash rent paid is recognised as part of operating cash expense affecting underlying profit. The amount reversed for 2013 represents the non-cash proportion released from the original provision. Active search for prospective tenants continues through contracted globally recognised realtors.

- Information on share based payments can be found in the net profit before tax section above and the Remuneration Report.

- Other items comprise principally of a net adjustment for deferred revenue in relation to the revenue recognition timing difference between invoiced sales value and revenue which is deferred and subsequently recognised as revenue over the period in which the service is provided. For 2013 the net adjustment for deferred revenue was US$8.3 million compared to US$6.2 million previous year. Other significant items include legal expenses of US$0.8 million incurred during the year in relation to addressing legal disputes, one of which has since been settled in favour of Altium and another case which is on-going and noted as a contingent liability as Altium expects to successfully defend the action. Other income includes US$0.8 million for location subsidies received from local Government authorities in Shanghai.

- In 2012, all carried forward losses of the parent entity were recognised as an income tax benefit and deferred tax asset. For 2013, tax expense over and above prima facie tax on profit included US$0.4 million adjustment from previous year and US$1.5 million relating to the tax effect of non-deductible items.

Operational Highlights

In February 2013, Altium Designer 13 was released as the advent of the group's strategy and commitment to focus on core competency and commit to regular product releases.

The R&D team is focused on core product development, dedicated Product Management, and Product Marketing.

The group has expanded the marketing team commencing with the appointment of the Chief Marketing Officer in January 2013 to focus on building market presence and penetration, as well as improving lead generation.

The sales team is focused on channel management as well as global key accounts.

Outlook

In October 2012, the Company changed its senior leadership with the appointment of Kayvan Oboudiyat as Chief Executive Officer and the appointment of Aram Mirkazemi as Chief Technology Officer and Executive Director. The Board and Executive Team agreed to a three year Corporate Strategy to build financial strength through sales growth and expanding margins. Sales growth is expected to be delivered through a combination growing license sales as well as continuing our focus on building on our subscriber base through content driven subscription.

The key drivers for growth include:

- leverage Altium's business momentum and product offering to expand the reseller network capacity to increase market share within the growing lower mainstream segment;
- optimise regional opportunities in emerging economies;
- leverage Altium's leadership position in Embedded Software with the Tasking brand;
- build the foundation for strategic sales with a dedicated global key account sales team and providing customisation services; and
- introduce a more sophisticated pricing structure.

Aside from delivering sales growth, the group will maintain its demonstrated discipline in cost management to facilitate margin expansion. Capital expenditure is expected to be minimal.

Greater reporting transparency is expected with one-off restructuring costs now.

Strategy

Altium's growth strategy remains clear and consistent:

- deliver on our 'openness' strategy
- deliver on our 'customer centricity' strategy
- build 'strategic partnerships'
- deliver on our 'core competency' strategy, and
- build 'financial strength'

Strategy	Milestones and achievements
Openness	• Open up Altium's design platform to key partners • Communicate Altium's commitment to timely product delivery to stakeholders • Regular investor engagement
Customer Centricity	• Dedicated product management team within R&D to meet customer demand • Improving the integration between electronic design and mechanical CAD • Dedicated team to deliver solutions and services • Provide support to system integrators
Strategic Partnerships	• Deeper relationships with resellers • Grow core business through technology partnerships
Core Competency	• PCB design - close the capability gap with high-end tools • PCB design - different product and pricing • Leverage Tasking business brand strength
Financial Strength	• Sales growth • Increase operating cashflow • Deliver returns to shareholders

Risk

Factors that may impact the maintenance of sales growth include foreign currency fluctuations, ramp up times for new resellers, product development delivery and the global economy.

The major currency risk is the EUR/USD due to the large proportion of sales conducted in EUR. A depreciation of the EUR against the USD would have a negative impact on group sales and revenue.

As the global reseller network is expanded there is a risk that lengthy ramp up times for new resellers will have a negative impact on sales because of the time to train and educate resellers about Altium's products. This risk has and will continue to be mitigated through the due diligence process prior to appointing a new reseller and then training once the reseller is appointed.

The ongoing delivery of new product releases is a key factor in driving new license and subscription growth. New technology development required for inclusion in releases carries inherent risks in terms of timing and quality. These risks are mitigated through forward planning of the technology requirements for each release and a disciplined project management and quality assurance process.

The future condition of the global economy will have an impact on Altium and the growth of the markets in which Altium operates. Given that the contribution of the European and the United States regions is approximately 80% of Altium's sales, these are the two regions in which a downturn would have the greatest impact.

Matters subsequent to the end of the financial year
2,641,410 Share options, granted in 2009, were exercised since 30 June 2013 to the date of this report. The options were exercised at AU$1 per share.

Apart from the dividend declared and share options as discussed above, no other matter or circumstance has arisen since 30 June 2013 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations
At the date of this report there are no likely developments in the operations of the consolidated entity that would materially impact the results of the group. The key opportunities that may benefit the consolidated entity are set out in the “Outlook” section above, and the associated risks are set out under the heading “risks” above.

Environmental regulation
The consolidated entity is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on directors

Name:	Samuel Weiss
Title:	Non-executive Chairman
Qualifications:	AB MS FAICD
Experience and expertise:	Sam joined the Altium Board as a Non-executive Director on 1 January 2007 and was elected Chairman of the Board on 4 October of that year. Sam is Chairman of Open Universities Pty Ltd and a Non-executive Director of Oroton Group Ltd, Breville Group Ltd, and iProperty Ltd. He is a Director of the Sydney Festival and is Chairman of The Benevolent Society. He brings valuable experience from his previous roles as Vice President, Asia-Pacific, Gateway Computers and Chief Operating Officer for Nike Europe.
Other current directorships:	Oroton Group Ltd, Breville Group Ltd and iProperty Ltd
Former directorships (in the last 3 years):	GLG Corp Ltd
Special responsibilities:	Member of the Audit and Risk Management Committee and the Human Resources Committee
Interests in shares:	1,795,345 (2012: 1,595,345) ordinary shares - Sam also holds a nominee interest in 6,250,000 (2012: 5,713,137) ordinary shares as a trustee of the Employee Share and Option Plan Trust
Interests in options:	None

Name:	Kayvan Oboudiyat
Title:	Chief Executive Officer
Qualifications:	BE (Hons) GDA FAICD
Experience and expertise:	Kayvan has been a Director since 1997. Originally Kayvan was appointed Managing Director, becoming Chief Executive Officer in 1999, Joint Chief Executive Officer in 2001 and Executive Vice Chairman in 2005. Kayvan has served in his current role of Chief Executive Officer since October 2012. Kayvan has played a key role in driving the group's development of new business opportunities. Prior to joining the group, Kayvan spent eleven years with Telstra, including three years as a Senior Executive in the International Business Unit. Kayvan is also the Company Secretary.
Other current directorships:	None
Former directorships (in the last 3 years):	None
Special responsibilities:	Company Secretary
Interests in shares:	4,861,300 (2012: 2,861,300) ordinary shares
Interests in options:	None

Name:	Carl Rooke
Title:	Non-executive Director
Qualifications:	FCA FAICD
Experience and expertise:	Carl joined the Board in 1990 as a Non-executive Director and was appointed Chairman in 1999 and served as Chairman until October 2007. Carl is a Chairman of a Property Trust, fellow of the Institute of Chartered Accountants and the Institute of Company Directors. Carl sits on the board of several private companies and brings to the group a history of successful business practice with many years of proven experience in management, accounting and finance.
Other current directorships:	None
Former directorships (in the last 3 years):	None
Special responsibilities:	Chairman of the Audit and Risk Management Committee and member of the Human Resources Committee
Interests in shares:	675,574 (2012: 584,414) ordinary shares - Carl also holds a nominee interest in 6,250,000 (2012: 5,713,137) ordinary shares as a trustee of the Employee Share and Option Plan Trust
Interests in options:	None

Name:	Dr David Warren
Title:	Non-executive Director
Qualifications:	BSc Tas Hon DSc Tas MAIP FAICD
Experience and expertise:	David has been associated with Altium since its inception in 1985. After joining Altium's management team in 1987, David served as President of Altium's USA operation from 1994 to 1995. He has served as a member of the Board since 1991. Since 1995 he has worked in the areas of mergers, acquisitions, sales and corporate development prior to becoming a Non-executive Board member in 2004. David has served on a number of company boards both private and public. His work in astronomy led him into the world of software and electronic design where he has since gained more than 30 years experience.
Other current directorships:	None
Former directorships (in the last 3 years):	None
Special responsibilities:	Member of the Audit and Risk Management Committee and Chairman of the Human Resources Committee
Interests in shares:	5,556,300 (2012: 5,556,300) ordinary shares
Interests in options:	None

Name:	Aram Mirkazemi
Title:	Executive Director
Qualifications:	BE
Experience and expertise:	Aram joined Altium in 1991 serving as Director of Research and Development from 1992 until 1999 and as a member of Altium's Board from 1992 to 2000. Following Altium’s successful IPO in 1999 Aram left to explore his interest in web based software systems and went on to found Morfik Technology. Aram returned to Altium in 2010 as part of the Morfik acquisition and was appointed as Head of Engineering and later as Director and Chief Technology Officer in October 2012. Aram brings the group over 20 years' experience in senior management roles at the forefront of CAD software development and web-based technology, and has extensive experience in directing complex software engineering projects and products.
Other current directorships:	None
Former directorships (in the last 3 years):	None
Special responsibilities:	Chief Technology Officer
Interests in shares:	12,413,000 (2012: 12,163,000) ordinary shares
Interests in options:	None

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships in all other types of entities, unless otherwise stated.

'Former directorships (in the last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships in all other types of entities, unless otherwise stated.

Company secretary
Kayvan Oboudiyat and Alison Raffin

Meetings of directors
The number of meetings of the company's Board of Directors ('the Board') and of each board committee held during the year ended 30 June 2013, and the number of meetings attended by each director were:

	Full Board		Human Resources Committee		Audit and Risk Management Committee	
	Attended	Held	Attended	Held	Attended	Held
Samuel Weiss	9	9	3	3	2	2
Kayvan Oboudiyat	9	9	-	-	-	-
Carl Rooke	9	9	3	3	2	2
Dr David Warren	9	9	3	3	2	2
Aram Mirkazemi*	8	8	-	-	-	-
Nicholas Martin**	1	1	-	-	-	-
William Bartee***	2	2	-	-	1	1

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

* Aram Mirkazemi appointed as a Director on 16 October 2012
** Nicholas Martin ceased as a Director on 15 October 2012
*** William Bartee retired as a Non-executive Director on 29 November 2012

Remuneration report (audited)
The remuneration report, which has been audited, outlines the director and executive remuneration arrangements for the consolidated entity and the company, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

The remuneration report is set out under the following main headings:
A Principles used to determine the nature and amount of remuneration
B Details of remuneration
C Service agreements
D Share-based compensation

A Principles used to determine the nature and amount of remuneration

Altium's philosophy for executive remuneration is to ensure that remuneration properly reflects the duties and responsibilities of its executives. Altium aligns executive reward with its strategic objectives and ensures it is appropriate for the results delivered. To this end, the group embodies the following principles in its total rewards framework:
- Provide competitive rewards to attract, motivate and retain high calibre executives;
- Link executive rewards to shareholder value;

This objective is achieved via a total reward program that involves a mixture of fixed and performance based remuneration.

The executive remuneration philosophy ensures individual as well as collective accountability for the group's performance metrics. The metrics adopted reflect the value added to shareholder interests, long-term sustainability of the business, and profitability. Using share rewards as a long-term incentive encourages executives to focus on creating sustainable value and a sense of ownership and accountability to the group. Fixed pay conditions are designed to attract and retain top talent in a competitive environment, considering the capability and experience brought to the group.

The philosophy of "leadership without fear" encourages executives to harness their true potential. In this way, the group is able to recognize and reward pure contribution. This opportunity is equally open and applicable to every individual in the group. Altium recognises that, while remuneration is a key factor in recruiting the right people, it is not the only factor. Altium's corporate reputation, its ethical culture and values and its ability to provide interesting and challenging career opportunities are also important.

Human Resources Committee

The Board established the Human Resources Committee, which is responsible for reviewing and recommending remuneration policies and packages for Board members and senior executives. The Human Resources Committee operates under delegated authority of the Altium Board. The Human Resources Committee also assesses the appropriateness of the nature and amount of the packages periodically by reference to relevant employment market conditions.

External advice on remuneration matters is obtained and is made available for the Human Resources Committee as required.

Remuneration structure

In accordance with best practice corporate governance recommendations, the structure of Non-executive Director remuneration and senior executive remuneration is separate and distinct. The total remuneration package of all executives is designed to ensure an appropriate mix of fixed remuneration with long-term incentive opportunities.

Non-executive Director remuneration
Non-executive Director remuneration pay reflects the demands made of, and the responsibilities and skill of the Non-executive Directors. Non-executive Director fees are recommended by the Human Resources Committee and determined by the Board.

Remuneration of Non-executive Directors is determined by the Board within the maximum amount of cash salary approved by the shareholders from time to time. The Directors' fee pool is AU$700,000 per annum and was last approved in a general meeting on 4 October 2007.

The Chairman's fees are considered independently to the fees of the Non-executive Directors and are based on comparative roles in the external market. The Chairman is not present at any discussions relating to the determination of his own remuneration.

Executive remuneration
The executive pay and reward framework has two key elements:

- Base pay and benefits, including superannuation
- Variable compensation - long-term incentives, through participation in equity-based plans

The combination of these comprises the executive's total remuneration.

Base pay

Base pay is structured as a total employment cost package which may be delivered as a combination of cash and prescribed non-financial benefits at the executive’s discretion. Executives are offered a competitive base pay that comprises the fixed component of pay and rewards. Base pay for executives is reviewed annually by reference to appropriate benchmark information, to ensure that the executive’s pay is competitive with the market commensurate with the executive’s individual performance and experience. Retirement benefits are paid in line with local legislation and practice.

The Board believes that well managed long-term incentives plans are important elements of employee remuneration and that the senior executives’ participation in these plans aligns their objectives with Altium’s short-term goals and long-term vision.

While Altium conducts annual remuneration reviews, there are no guaranteed remuneration increases contained in any executive contracts or agreements. Any increases are determined by individual performance, economic indicators and market data.

Long-term incentives

In 2010 the company made a number of decisions that it believed would restore shareholder value over time. It established the Altium Limited Employee Share and Option Trust as a vehicle to incentivise key executives with share grants.

The company believes that the best way to motivate its Executive Team so that their work delivers value to shareholders is to create opportunities for those individuals to be shareholders themselves and for their incentive compensation to be based exclusively on their share ownership so that they benefit from capital appreciation and dividend payments.

In August 2012, the board of directors approved the Key Employee Share Plan ("Share Plan"), which is part of the Altium Ltd Employee Share & Option Plan Trust, with the purpose of encouraging ownership of Altium Shares in key employees within the Altium Group. The Share Plan awards shares on a long term basis as an incentive to encourage employees to focus on creating sustainable value and a sense of ownership and accountability to the group.

The Share Plan grants are based on employees contribution and commitment to the company over a period of several years plus the ability of the employees to impact and influence the outcome and direction of the organisation in the future. The Share Plan is the only Long Term Incentive Plan operated by the group.

B Details of remuneration

The key management personnel of the consolidated entity consisted of the directors of Altium Limited and Richard Leon - Chief Financial Officer.

Amounts of remuneration
Details of the remuneration of the key management personnel of consolidated entity are set out in the following tables.

2013	Short-term benefits			Post-employment-benefits	Long-term benefits	Share-based payments	
Name	Cash salary and fees US$	Termination US$	Non-monetary US$	Super-annuation US$	Long service leave US$	Equity-settled US$	Total US$
Non-Executive Directors:							
Samuel Weiss	103,648	-	-	9,328	-	-	112,976
Carl Rooke	71,894	-	-	-	-	-	71,894
Dr David Warren	116,024	-	-	10,442	-	-	126,466
William Bartee*	23,788	-	-	2,141	-	-	25,929
Executive Directors:							
Kayvan Oboudiyat	387,032	-	95,604	-	-	922,460	1,405,096
Aram Mirkazemi**	182,167	-	125,849	-	-	115,308	423,324
Nicholas Martin***	112,738	262,706	45,369	-	-	-	420,813
Other Key Management Personnel:							
Richard Leon	273,659	-	218,375	-	-	345,923	837,957

* William Bartee retired as a Non-executive Director on 29 November 2012
** Aram Mirkazemi was appointed as a Director on 16 October 2012 - remuneration disclosed from date of appointment
*** Nicholas Martin ceased as a Director on 15 October 2012

2012	Short-term benefits			Post-employment-benefits	Long-term benefits	Share-based payments	
Name	Cash salary and fees US$	Termination US$	Non-monetary US$	Super-annuation US$	Long service leave US$	Equity-settled US$	Total US$
Non-Executive Directors:							
Samuel Weiss	104,180	-	-	9,376	-	-	113,556
Carl Rooke	72,263	-	-	-	-	-	72,263
Dr David Warren	56,826	-	-	5,114	-	-	61,940
William Bartee	56,826	-	-	5,114	-	-	61,940
Executive Directors:							
Nicholas Martin	381,055	-	140,302	10,315	2,204	-	533,876
Kayvan Oboudiyat	365,554	-	87,926	9,893	2,114	-	465,487
Other Key Management Personnel:							
Richard Leon	262,347	-	212,909	8,078	1,447	1,811	486,592

The proportion of remuneration linked to performance and the fixed proportion are as follows:

	Fixed remuneration		At risk - STI		At risk - LTI	
	2013	2012	2013	2012	2013	2012
Non-Executive Directors:						
Samuel Weiss	100%	100%	- %	- %	- %	- %
Carl Rooke	100%	100%	- %	- %	- %	- %
Dr David Warren	100%	100%	- %	- %	- %	- %
William Bartee	100%	100%	- %	- %	- %	- %
Executive Directors:						
Nicholas Martin	100%	100%	- %	- %	- %	- %
Kayvan Oboudiyat	100%	100%	- %	- %	- %	- %
Aram Mirkazemi	100%	- %	- %	- %	- %	- %
Other Key Management Personnel:						
Richard Leon	100%	100%	- %	- %	- %	- %

C Service agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name: Samuel Weiss
Title: Chairman
Term of agreement: Open agreements with no fixed term.
Details: Base fee of AU$110,000, inclusive of superannuation.

Name:	Carl Rooke
Title:	Non-executive Director
Term of agreement:	Open agreements with no fixed term.
Details:	Base fee of AU$70,000.

Name:	Dr David Warren
Title:	Non-executive Director
Term of agreement:	Open agreements with no fixed term.
Details:	Base fee of AU$60,000 and consulting fee of AU$108,996, inclusive of superannuation.

Name:	Kayvan Oboudiyat
Title:	Chief Executive Officer
Term of agreement:	Open agreement with no fixed term, 3 months notice period.
Details:	Base salary of RMB 2,428,982 and housing allowance of RMB 600,000 per annum.

Name:	Aram Mirkazemi
Title:	Chief Technology Officer (appointed to this position on 16 October 2012)
Term of agreement:	Open agreement with no fixed term, 3 months notice period.
Details:	Base salary of RMB 1,608,540, housing allowance of RMB 822,000 and tuition fees allowance of RMB 374,000 per annum.

Name:	Richard Leon
Title:	Chief Financial Officer
Term of agreement:	Open agreement with no fixed term, 3 months notice period.
Details:	Base salary of RMB 1,731,348, housing allowance of RMB 840,000 and tuition fees allowance of RMB 626,000 per annum.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

D Share-based compensation

Issue of shares
Details of shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2013 are set out below:

Name	Vesting date	No of shares vested	Fair value AU$	Fair value at grant date US$
Kayvan Oboudiyat	28 August 2012	2,000,000	$0.44	922,460
Richard Leon	28 August 2012	500,000	$0.44	230,615
Richard Leon	30 June 2013	250,000	$0.44	115,308
Aram Mirkazemi	30 June 2013	250,000	$0.44	115,308

Options
There were no options over ordinary shares issued to directors and other key management personnel as part of compensation that were outstanding as at 30 June 2013.

There were no options over ordinary shares granted to or vested by directors and other key management personnel as part of compensation during the year ended 30 June 2013.

Retention rights

The details of retention rights over ordinary shares granted, vested and lapsed for directors and other key management personnel as part of compensation during the year ended 30 June 2013 are set out below:

Name	Grant date	Vesting date	Number of rights granted	Value of rights granted during the year	Number of rights vested during the year	Number of rights lapsed during the year	Value of rights lapsed during the year
Kayvan Oboudiyat	28/08/2012	28/08/2012	2,000,000	922,460	2,000,000	-	$0
Aram Mirkazemi	28/08/2012	28/08/2012	500,000	$230,614	500,000	-	$0
Aram Mirkazemi	28/08/2012	30/06/2013	250,000	$115,308	250,000	-	$0
Aram Mirkazemi	28/08/2012	30/06/2014	125,000	$57,654	-	-	$0
Aram Mirkazemi	28/08/2012	30/06/2015	125,000	$57,654	-	-	$0
Richard Leon	28/08/2012	28/08/2012	500,000	$230,614	500,000	-	$0
Richard Leon	28/08/2012	30/06/2013	250,000	$115,308	250,000	-	$0
Richard Leon	28/08/2012	30/06/2014	125,000	$57,654	-	-	$0
Richard Leon	28/08/2012	30/06/2015	125,000	$57,654	-	-	$0

This concludes the remuneration report, which has been audited.

Loans to directors and executives

Information on loans to Directors and executives, including amounts, interest rates and repayment terms, can be found in note 32 to the financial statements.

Shares under option

Unissued ordinary shares of Altium Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price AU$	Number under option
8 May 2009*	8 May 2014	$1.00	3,223,660

* The value of these options at grant date was AU 13 cents per option.

2,641,410 Share options, granted in 2009, were exercised since 30 June 2013 to the date of this report. The options were exercised at AU$1 per share.

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

Shares issued on the exercise of options

The following ordinary shares of Altium Limited were issued during the year ended 30 June 2013 and up to the date of this report on the exercise of options granted:

Date options exercised	Exercise price AU$	Number of shares issued
17 May 2013	$1.00	3,000
5 June 2013	$1.00	14,730
	$1.00	17,730

Indemnity and insurance of officers
During the year the group paid a premium of US$42,985 (2012: US$40,879) to insure the Directors and officers of Altium Limited and its subsidiaries. The liabilities insured are legal costs and other expenses that may be incurred in defending any civil or criminal proceedings that may be brought against them in their capacity as Directors or officers of the group.

Non-audit services
Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 33 to the financial statements.

The directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are of the opinion that the services as disclosed in note 33 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor, and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risks and rewards.

Rounding of amounts
The company is of a kind referred to in Class Order 98/100, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, the nearest dollar.

Auditor's independence declaration
A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on the following page.

Auditor
PricewaterhouseCoopers continues in office in accordance with section 327 of the Corporations Act 2001.

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

On behalf of the directors

K. Oboudiyat

Kayvan Oboudiyat
Director and Chief Executive Officer

S S Weiss

Samuel Weiss
Non-executive Chairman

28 August 2013
Sydney

Auditor's Independence Declaration

As lead auditor for the audit of Altium Limited for the year ended 30 June 2013, I declare that to the best of my knowledge and belief, there have been:

a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

b) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Altium Limited and the entities it controlled during the period.

Susan Horlin
Partner
PricewaterhouseCoopers

Sydney
28 August 2013

PricewaterhouseCoopers, ABN 52 780 433 757
Darling Park Tower 2, 201 Sussex Street, GPO BOX 2650, SYDNEY NSW 1171
T: +61 2 8266 0000, F: +61 2 8266 9999, www.pwc.com.au

Declaration to the Board of Directors in accordance with Section 295A of the Corporations Act

In our opinion:

(a) the financial records of the company and the group for the financial year ended 30 June 2013 have been properly maintained in accordance with section 286 of the Corporations Act 2001; and

(b) the financial statements, and the notes to the financial statements, of the company and the group, for the financial year ended 30 June 2013:

(i) comply with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

(ii) give a true and fair view of the company's and group's financial position as at 30 June 2013 and of their performance, as represented by the results of their operations and their cash flows, for the financial year ended on that date.

(c) the financial records and financial statements have been prepared and are founded on a sound system of risk management and internal control, a system which is operating effectively in all material respects in relation to financial reporting.

K. Oboudiyat

Kayvan Oboudiyat
Chief Executive Officer

Sydney
28 August 2013

R Leon

Richard Leon
Chief Financial Officer

Sydney
28 August 2013

Corporate governance is a foundation for creating and maintaining shareholder value. With this intention Altium Limited, its consolidated entities (Altium) and the Altium Limited Board of Directors (Board) are committed to achieving and demonstrating the highest standards of corporate governance.

In all material aspects, Altium's corporate governance framework is consistent with the Australian Securities Exchange (ASX) Corporate Governance Council's best practice recommendations. Minor deviations occur only when a principle or recommendation is not appropriate for the group to incorporate.

The Board continuously reviews and assesses the appropriateness of Altium's corporate governance framework with reference to the effect of both internal and external factors.

ASX Principle 1 – The roles of the Board and management

The Board is responsible for promoting the success of the group as a leading global developer and supplier of electronic product development solutions; and as a commercial entity listed on the ASX. The Board has a charter, available at www.altium.com, that outlines its functions and responsibilities, which include the review and approval of corporate strategy, budgets and financial plans, monitoring organisational performance, and achievement of the group's strategic goals and objectives. In addition to this each Director has a specific letter of appointment which details their individual duties and responsibilities.

The relationship between the Board and senior executives is critical to the group's long-term success. The Directors are responsible to shareholders for the performance of the group and seek to balance competing objectives in the best interests of the group as a whole. Their focus is to align the interests of the shareholders, employees and customers and to ensure that the group is appropriately managed.

Day-to-day management of the group's affairs and the implementation of the corporate strategy and policy initiatives are formally delegated by the Board to the Chief Executive Officer (CEO) and senior executives.

All senior executives report to the CEO who, conducts performance reviews. Performance reviews were conducted throughout the financial year. Executive performance is measured against a number of indicators including performance against budgets, achievement of financial long-term and short-term goals as well as organisational development, talent and attrition management, personal development and contribution to organisational design. In addition to annual reviews, informal monitoring and reviews occur on a regular basis with issues addressed as and when they arise. Various tools, including consultative and systemic support, access to resources, coaching, and mentoring opportunities are made available in the ongoing development of senior executives.

ASX Principle 2 – Board structure

The Board is currently comprised of three Non-executive Directors and two Executive Directors, as follows;

Name	Position	Date appointed
Samuel Weiss	Chairman, Non-executive Director	1 January 2007
Kayvan Oboudiyat	Chief Executive Officer, Company Secretary	10 February 1997
Aram Mirkazemi	Chief Technology Officer, Executive Director	16 October 2012
Carl Rooke	Non-executive Director	13 June 1990
Dr David Warren	Non-executive Director	4 December 1991

Details of the background, experience and professional skills of each Director are outlined in the Directors' report under the heading "Information on directors".

- Nicholas Martin left the board on the 15th October 2012.
- William Bartee retired from the board on the 29th November 2012 at the Annual General Meeting.

The following Directors are retiring by rotation in accordance with the Constitution and ASX Listing Rules and seek re-election at the 2013 Annual General Meeting:

- Kayvan Oboudiyat
- Samuel Weiss
- David Warren

Director independence

The Board believes that to add value, a Director needs to have knowledge either of the group or the highly technical industry in which the group operates, while bringing independent views and judgment to the Board's deliberations. Two of the current Board, including the Chairman, are considered independent Directors.

Whilst the Board has adopted AASB standard 1031 to determine materiality, it also considers specific factors such as Directors' shareholdings, length of service and relationships with key advisers when undertaking an annual determination of each Director's independent status. Apart from the two Executive Directors, the Board currently also considers one Non-executive Director (Dr David Warren) not to be independent due to his status as a substantial shareholder and his length of service as an executive to the group.

Meetings of the Board

The Board meets formally between at least six times a year and on other occasions as required. Senior executives attend and make presentations at Board meetings, as considered appropriate, and are available for questioning by Directors. The number of meetings attended by each Director for the financial year ended 30 June 2013 is outlined in the Directors' report.

Retirement and re-election

The constitution of Altium Limited requires each Director to retire from office at the next Annual General Meeting after serving a period of two years. Directors who have been appointed by the Board are required to retire from office at the next Annual General Meeting. Retiring Directors are eligible for re-election by shareholders. The Chairman is appointed by the Board which also determines the period the elected Chairman is to hold office.

Nomination and appointment of new Directors

Recommendations for new Directors are generally made by the Human Resources Committee for consideration by the Board, notwithstanding ASX listing rule requirements*. The Board assesses the candidate against a range of criteria including background, experience, professional skills, personal qualities, potential for the candidate's skills to augment the existing Board and the candidate's availability to commit to the Board's activities. If these criteria are met and the Board appoints the candidate as a Director, that Director will retire at the following Annual General Meeting and be eligible for election by shareholders.

The Human Resources Committee reviews the Board composition and membership continuously with regards to the present and future needs of the group, and makes recommendations on the Board composition and appointments.

* Listing rule 14.3 requires the company to accept Director nominations up to 35 business days before a general meeting at which Directors may be elected.

Director induction and training

Upon appointment, new Directors are provided with an induction manual which advises them of the group structure, products, policies, procedures and guidelines. The new Director undertakes an orientation process in close consultation with the Company Secretary who is also on hand to answer any questions and further tailor the orientation towards the specific needs of each Director. With written approval from either the Chairman or a Company Secretary, the Board supports and encourages Directors to seek any relevant training to enhance their contribution to the Board. Training may also be recommended by the Board or by the Human Resources Committee to further extend the skills of Board members.

Review of Board performance

The Board continually assesses its collective performance, the performance of the Chairman and of its committees. The Chairman also continually undertakes assessment of individual Director performance. Any concerns arising out of these assessments are raised with the Director concerned. The Board prefers to continually monitor performance so that it can immediately address any issues as and when they arise. This practice occurred during the reporting period.

Board access to information and independent advice

When seeking information to enable Directors to perform their duties, subject to the law, the group provides unrestricted access to information and records held by employees or external advisers. The Board also receives regular detailed financial and operational reports from senior executives. In addition, Non-executive Directors are also given the opportunity to meet regularly with senior executives to establish direct relationships.

With prior written approval from the Chairman, each Director and Board committee may, in connection with their duties, obtain independent professional advice at the group's expense.

The role of the Company Secretaries

The Company Secretaries have been appointed by the Board as the chief administrative officers of the company who ensure all relevant business is brought to the Board and then follows through the implementation of all Board decisions. The Company Secretaries role is to act in good faith, with care and diligence to:

- ensure the company abides by its constitution, the provisions of the Corporations Act 2001 and the ASX Listing Rules;
- ensure the necessary company registers are established and maintained as required by the Corporations Act 2001;
- undertake the preparation and filing of all relevant ASIC filings within appropriate time limits;
- supervise the organisation of all Board and shareholder meetings via the preparation of notices, agendas, proxy documentation, minutes, etc.;
- keep abreast of current protocols and procedures in order to advise the Chairman and Board as required;
- supervise the issue of share and option allotment notifications; and
- liaise with the ASX and ASIC on behalf of the group.

Committees of the Board

The Board establishes sub-committees to assist in the execution of its duties and to allow detailed consideration of complex issues. Current committees of the Board are the 'Human Resources' Committee and the 'Audit and Risk Management' Committee. The structure, membership and contribution of each committee are reviewed on an annual basis.

Each committee has its own charter setting out its role and responsibilities, composition, structure, membership requirements and the manner in which the committee is to operate. All matters determined by the committees are submitted to the full Board as recommendations for Board evaluation.

ASX Principle 3 – Conduct and ethics

Code of Conduct

Altium is committed to conducting business with honesty and integrity and the conduct of every employee is vital in achieving this aim. Altium Limited's Code of Conduct, available at www.altium.com, provides a guideline for appropriate behaviour expected from all Altium employees. The code is regularly reviewed and updated to reflect the highest standards of behaviour, professionalism and practice necessary to maintain the group's integrity. It is not intended to cover all issues that may arise, but rather to provide a framework within which employees can address ethical issues that may arise through the daily business of the group.

Employees are expected to perform the duties associated with their position to the best of their ability in a diligent, impartial and conscientious manner. This includes compliance with group policies, and legislative and industrial obligations.

Ethical Behaviour Policy

Altium has implemented an Ethical Behaviour Policy, available at www.altium.com, to ensure that if a Director or employee becomes aware of any policy, practice or activity which they reasonably believe is in violation of either the law or company conduct code, they feel they have the necessary support and protection of the group to report the issue.

Share trading

The group has implemented a Director & Employee Share Trading Policy, available at www.altium.com, for all staff and directors. The aim of this policy is to ensure that all Altium directors and employees are aware that the law places restrictions on persons trading shares whilst in the possession of unpublished price-sensitive information

Regardless of any of the terms of this policy all directors and employees must adhere to the Law at all times and not trade Altium Limited Shares whilst in the possession of price-sensitive information that is not publicly available, nor provide unpublished information to others who could use this information as a trading advantage to profit over the market.

The recommended best time to trade is within the 4 weeks commencing the day after the financial results disclosure of the four trading quarters, half-year results, the full year results and the company's Annual General Meeting.

Diversity policy

Altium has always strived to ensure that all employees are treated equally regardless of race, gender, age or religion. In order to remove barriers to individual career progression Altium offers flexible working hours and training opportunities to all employees. It is very difficult for the company to set measurable goals in terms of gender due to the nature of the business restricting the available talent pool so whilst always maintaining the highest standards with regards to offering equal opportunities to all employees and potential employees the company is limited at times by the lack of qualified candidates. In order to address the issue the company has a graduate employment program and supports a number of student/university programs designed to foster a potential talent pool of future employees. A copy of the Diversity Policy is available on the Altium website.

Category	Number	Percentage
Australia		
Total Employees	20	100%
Female Employees	5	25%
Globally		
Total Employees	365	100%
Female Employees	116	32%
Senior Female Executives	0	0%
Female Board Members	0	0%

ASX Principle 4 – Financial Reporting Integrity

Audit and Risk Management Committee

The Audit and Risk Management Committee is comprised entirely of Non-executive Directors of which the majority, including the Chairman, are independent. The Chairman, a qualified Chartered Accountant, is not the Chairman of the Board. The Audit and Risk Management Committee has adopted a charter available at www.altium.com. The committee requires a minimum of three members; the members at the date of this report are:

Director name	Independent status	Date appointed
Carl Rooke – Chairman appointed December 2007	Independent	22 June 1999
Samuel Weiss	Independent	23 July 2007
Dr David Warren	-	3 February 2010

The qualifications of each director are disclosed in the Directors report.

The key role of the Audit and Risk Management Committee is to help the Board fulfill its corporate governance and oversight responsibilities covering the group's financial reporting, internal control systems, risk management system and the external audit functions. The role of the committee is not to absolve the individual Board Directors from their responsibilities, but rather to assist them in discharging their responsibility to exercise due care, diligence and skill in relation to the group.

The specific responsibilities outlined in its charter include reporting to the Board on all financial information published by the group or released to the market, assisting the Board in reviewing the effectiveness of the group's internal control environment, recommending to the Board the appointment, removal and remuneration of the external auditor, reviewing the terms of that engagement and the scope and quality of the audit, and reviewing group insurance matters.

When appropriate, the Audit and Risk Management Committee may invite non-committee members to attend meetings to provide information or advice on matters before the committee. The committee also meets from time to time with the external auditor independently of management, to encourage free and open discussion. The composition, operations and responsibilities of the committee are consistent with best practice recommendations. The number of meetings attended by each committee member for the financial year ended 30 June 2013 is outlined in the Directors' report.

Audit governance and independence

As part of the group's commitment to safeguarding integrity in financial reporting, the group has implemented procedures and policies to monitor the independence and competence of the group's external auditors.

Appointment of auditor

The group's current external auditor is PricewaterhouseCoopers. The Audit and Risk Management Committee reviews the auditor independence, performance and effectiveness continually. The selection and appointment of the group's external auditor is the responsibility of the Audit and Risk Management Committee.

Rotation of lead external audit partners

Altium Limited has adopted a policy of rotating its lead audit partner every five years. This policy has been applied to all audit work undertaken in the financial year ended 30 June 2013.

Independence declaration

In accordance with changes introduced by CLERP 9, auditors are now required to state that to the best of their knowledge or belief, there have been no contraventions of the auditor independence requirements of the Corporations Act 2001 or any applicable code of professional conduct in relation to the audit. In accordance with section 298(1) (c) and section 306(2), PricewaterhouseCoopers have provided a copy of this declaration to the Audit and Risk Management Committee for the financial year ended 30 June 2013, which has been included in the Directors' report.

Restrictions on the performance of non-audit services by external auditors

The Audit and Risk Management Committee has implemented a policy that requires the prior approval of the committee for the provision of any non-audit services to the group by the external auditor for any amount above AU$5,000. The Audit and Risk Management Committee has also adopted guidelines to assist in identifying the types of services that may compromise the independence of the external auditor.

Attendance of external auditor at Annual General Meetings

PricewaterhouseCoopers will attend Altium Limited's Annual General Meeting and will be available to answer questions on the audit and audit report.

ASX Principle 5 – Disclosure

Continuous disclosure

The continuous disclosure provisions of the Corporations Act 2001 and the listing rules mean that criminal and civil liabilities could be imposed on Altium Limited and its officers if material information is not released to the market in accordance with the ASX listing rules.

The group has established written policies, available at www.altium.com, and procedures on information disclosure. The focus of these procedures is on continuous disclosure and improving access to information for all investors.

The Board has nominated the Company Secretaries to have responsibility for:

- ensuring compliance with ASX Listing rules and the Corporations Act 2001 continuous disclosure requirements;
- overseeing and coordinating disclosure of information to the stock exchange, analysts, brokers, shareholders, the media and the public; and
- educating Directors and staff on the group's disclosure policies and procedures, and raising awareness of the principles underlying continuous disclosure.

Following changes to the Corporations Act 2001, Altium now predominantly uses an on-line Annual Financial Report, with printed copies only sent to shareholders who have specifically requested one. Shareholders will continue to receive a notice of meeting and proxy form along with a notification of the electronic link to the on-line version of the Annual Financial Report.

In addition, all group announcements, media briefings, press releases and financial reports are available on Altium Limited's website www.altium.com**.**

ASX Principle 6 – Rights of Shareholders

Altium has a communication policy available at www.altium.com, designed to assist in maintaining, and increasing, investor confidence and satisfaction in the accessibility of company information. Altium aims to achieve this by communicating effectively with shareholders, giving them timely access to balanced and understandable information and making it easy for them to participate in general meetings, whilst adhering to the ASX Listing rules and Corporations Act 2001 continuous disclosure requirements. The objective of the policy is to concisely and accurately communicate to shareholders:

- our strategy;
- how we implement that strategy; and
- the financial results consequent upon our strategy and its implementation.

The Board of Directors aims to ensure that the shareholders are informed of all major developments affecting the company's state of affairs through the use of company announcements, investor updates, financial releases, the Annual Financial Report and Annual General Meeting.

ASX Principle 7 – Risk Management

Risk identification and management

The Board, through the Audit and Risk Management Committee, is responsible for ensuring there are adequate policies in relation to risk management, compliance and internal control systems. The charter of the Audit and Risk Management Committee is available at www.altium.com.

The group is committed to the identification, monitoring and management of risks associated with its business activities, and is embedding in its management and reporting systems a number of risk management controls.

These include:

- guidelines and limits for approval of capital expenditure and investments;
- a group regulatory compliance program supported by approved guidelines and standards covering such key areas as occupational health and safety, finance, legal and insurance;
- policies and procedures for the management of financial risk and treasury operations including exposures to foreign currencies and movements in interest rates;
- a formal planning process of product development and upgrade programs for a one to two year horizon;
- annual budgeting and monthly reporting systems for all businesses which enable the monitoring of progress against performance targets and the evaluation of trends;
- appropriate due diligence procedures for acquisitions and divestments; and
- crisis management systems for IT infrastructure within the group.

Financial reporting

The group's financial report preparation and approval process for the financial year ended 30 June 2013 involved both the Chief Executive Officer and Chief Financial Officer giving a sign-off, to the best of their knowledge and belief, that:

- The group's financial report is complete and presents a true and fair view, in all material respects, of the group's financial condition and operating results and is in accordance with the law and applicable accounting standards.
- The financial report is founded on a sound system of risk management and internal compliance and controls which implement the policies adopted by the Board.
- The group's risk management and internal compliance and control system is operating efficiently and effectively in all material respects.

ASX Principle 8 – Responsible Remuneration

The Human Resources Committee

After a review of the Charter and functions performed by the 'Remuneration and Nomination' Committee, the committee was renamed the 'Human Resources' Committee on 21 February 2013 .The members of the Human Resources Committee at the date of this report are:

Director name	Independent status	Date appointed
Dr David Warren – Appointed Chair 29 November 2012	-	15 July 2005
Samuel Weiss	Independent	25 February 2009
Carl Rooke	Independent	16 October 2012

The number of meetings attended by each Director for the financial year ended 30 June 2013 is outlined in the Directors' report.

The Human Resources Charter is available at www.altium.com. The main responsibilities of the committee are to:

- identify the necessary and desirable competencies of directors;
- determine appropriate size of the Board to encourage efficient decision-making;
- develop and review the process for the selection, appointment and re-election of directors;
- identify and recommend new Board candidates, with regard to their skills, experience and expertise;
- oversee the process for evaluating the performance of the Board, Board committees, and directors individually;
- review Board and senior executive succession plans and processes,
- maintain awareness of each director's tenure, to maintain an appropriate balance of skills, experience and expertise.
- determine broad policy for the remuneration of Altium's Chairman, CEO and senior executives;
- review incentive schemes and equity based remuneration, including consideration of performance thresholds and regulatory and market requirements;
- within the terms of the agreed policy, recommending the total remuneration packages for the CEO and Executive Directors to the Board and advise on the total remuneration packages of senior executives in consultation with the CEO;
- determine the policy for and scope of superannuation arrangements, service agreements for senior executives, termination payments and compensation commitments.
- ensure Altium's human resources strategy, policies and procedures are appropriate to the company's needs are clearly designed and executed.
- review and monitor the effectiveness of Altium's health and safety processes and procedures.
- keep informed of changes to relevant legislation and ensure statutory requirements are implemented in a timely manner

The committee has established criteria for Board independence and conducts an annual review of Director's independence. In addition, all transactions between the Company and Directors, or any interests associated with the Directors, are reviewed to ensure the structure and terms of the transaction are in compliance with the Corporations Act 2001 and appropriately disclosed.

Each member of the senior executive team is required to sign a formal employment contract at the time of their appointment covering a range of matters including their duties, rights, responsibilities and any entitlements on termination.

Remuneration policies

Non-executive Directors' remuneration

The group's Non-executive Directors receive fees for their services and the reimbursement of reasonable expenses. The fees paid to the group's Non-executive Directors reflect the demands on, and the responsibilities of, those Directors. The advice of independent remuneration consultants is taken to ensure that the Directors' fees are in line with market standards. Subject to shareholder approval, Non-executive Directors are eligible to participate in Altium Limited's Directors Option Plan in addition to their remuneration.

Executive Directors' and senior executives' remuneration

The structure and disclosure of the group's remuneration policies for Executive Directors and senior executives are outlined in the Directors' report.

An annual Board review of the current levels of Directors' fees determined that there would be no increase in Director fees in the current period from the fee pool limit of AU$700,000 per annum approved by shareholders at the 2007 Annual General Meeting. The Directors' remuneration is outlined in the remuneration report.

The Altium Constitution does not require Directors to hold an Altium share qualification.

Contents

General information

The financial report covers Altium Limited as a consolidated entity consisting of Altium Limited and the entities it controlled. The financial report is presented in US dollars, which is Altium Limited 's presentation currency. Altium Limited 's functional currency is Australian dollars.

The financial report consists of the financial statements, notes to the financial statements and the directors' declaration.

Altium Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

3 Minna Close
Belrose, NSW 2085
Australia

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial report.

The financial report was authorised for issue, in accordance with a resolution of directors, on 28 August 2013. The directors have the power to amend and reissue the financial report.

Through the use of the internet, Altium has ensured that its corporate reporting is timely, complete and available globally at minimum cost to the company. All press releases, financial reports and other information are available at the investors section on the Altium website: www.altium.com. For queries in relation to Altium's reporting, please email investor.relations@altium.com.

Altium Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2013

	Note	Consolidated 2013 US$'000	Consolidated 2012 US$'000
Revenue	4	62,054	55,235
Expenses			
Changes in inventories		147	(226)
Raw materials and consumables used		(476)	(261)
Rental and occupancy expense		(2,776)	(3,656)
Travel expense		(2,124)	(2,518)
Employee benefits expense		(32,406)	(31,635)
Share based payment expense	42	(5,224)	(22)
Depreciation and amortisation expense	5	(2,135)	(3,786)
Professional advice expense		(2,190)	(1,483)
Restructuring costs	5	(2,562)	(889)
Communications expense		(1,678)	(1,781)
Net foreign exchange (loss) gain	5	(110)	534
Provision for leasehold facility	5	-	(8,026)
Marketing expense		(1,618)	(1,053)
Finance costs	5	(426)	(280)
Other expenses		(4,982)	(3,793)
Profit/(loss) before income tax (expense)/benefit		3,494	(3,640)
Income tax (expense)/benefit	6	(2,128)	9,717
Profit after income tax (expense)/benefit for the year attributable to the owners of Altium Limited	29	1,366	6,077
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		(934)	(838)
Other comprehensive income for the year, net of tax		(934)	(838)
Total comprehensive income for the year attributable to the owners of Altium Limited		432	5,239
		Cents	**Cents**
Basic earnings per share	41	1.33	6.23
Diluted earnings per share	41	1.33	6.23

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

Altium Limited
Statement of financial position
As at 30 June 2013

	Note	Consolidated 2013 US$'000	Consolidated 2012 US$'000
Assets			
Current assets			
Cash and cash equivalents	7	14,756	13,246
Trade and other receivables	8	16,193	12,905
Inventories	9	611	724
Tax receivables	10	262	324
Other assets	11	717	780
Total current assets		32,539	27,979
Non-current assets			
Trade and other receivables	12	2,201	1,028
Property, plant and equipment	13	1,565	1,919
Intangible assets	14	263	1,453
Deferred tax assets	15	9,819	11,212
Other assets	16	40	-
Total non-current assets		13,888	15,612
Total assets		46,427	43,591
Liabilities			
Current liabilities			
Trade and other payables	17	4,595	4,911
Borrowings	18	156	264
Tax liabilities	19	264	332
Provisions	20	2,846	2,568
Deferred revenue	21	24,279	19,261
Total current liabilities		32,140	27,336
Non-current liabilities			
Borrowings	22	35	188
Provisions	24	3,700	5,194
Deferred revenue	25	5,345	1,871
Other liabilities	26	137	-
Total non-current liabilities		9,217	7,253
Total liabilities		41,357	34,589
Net assets		5,070	9,002
Equity			
Contributed equity	27	79,551	79,534
Reserves	28	10,554	6,778
Accumulated losses	29	(85,035)	(77,310)
Total equity		5,070	9,002

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

Altium Limited
Statement of changes in equity
For the year ended 30 June 2013

	Contributed equity US$'000	Reserves US$'000	Accumulated losses US$'000	Total equity US$'000
Consolidated				
Balance at 1 July 2011	79,534	8,078	(83,387)	4,225
Profit after income tax (expense)/benefit for the year	-	-	6,077	6,077
Other comprehensive income for the year, net of tax	-	(838)	-	(838)
Total comprehensive income for the year	-	(838)	6,077	5,239
Transactions with owners in their capacity as owners:				
Share-based payments (note 42)	-	21	-	21
Purchase of treasury shares	-	(483)	-	(483)
Balance at 30 June 2012	79,534	6,778	(77,310)	9,002

	Contributed equity US$'000	Reserves US$'000	Accumulated losses US$'000	Total equity US$'000
Consolidated				
Balance at 1 July 2012	79,534	6,778	(77,310)	9,002
Profit after income tax (expense)/benefit for the year	-		1,366	1,366
Other comprehensive income for the year, net of tax	-	(934)	-	(934)
Total comprehensive income for the year	-	(934)	1,366	432
Transactions with owners in their capacity as owners:				
Share-based payments (note 42)	-	4,710	-	4,710
Exercise of options	17	-	-	17
Dividends paid (note 30)	-	-	(9,091)	(9,091)
Balance at 30 June 2013	79,551	10,554	(85,035)	5,070

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

Altium Limited
Statement of cash flows
For the year ended 30 June 2013

	Note	Consolidated	
		2013 US$'000	2012 US$'000
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		69,579	61,196
Payments to suppliers and employees (inclusive of GST)		(55,620)	(52,180)
		13,959	9,016
Interest received		146	163
Interest and other finance costs paid		(68)	(80)
Net income taxes paid		(1,719)	(557)
Net cash from operating activities	39	12,318	8,542
Cash flows from investing activities			
Payments for property, plant and equipment		(678)	(963)
Proceeds from sale of property, plant and equipment		-	138
Net cash used in investing activities		(678)	(825)
Cash flows from financing activities			
Proceeds from exercise of options		17	-
Dividends paid	30	(9,091)	-
Repayment of borrowings		(265)	(431)
Payments for treasury shares acquired by Altium Employee Share and Option Plan Trust		-	(483)
Net cash used in financing activities		(9,339)	(914)
Net increase in cash and cash equivalents		2,301	6,803
Cash and cash equivalents at the beginning of the financial year		13,246	6,630
Effects of exchange rate changes on cash		(791)	(187)
Cash and cash equivalents at the end of the financial year	7	14,756	13,246

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

Note 1. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New, revised or amending Accounting Standards and Interpretations adopted
The consolidated entity has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Any significant impact on the accounting policies of the consolidated entity from the adoption of these Accounting Standards and Interpretations are disclosed below. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the consolidated entity.

The following Accounting Standards and Interpretations are most relevant to the consolidated entity:

AASB 2011-9 Amendments to Australian Accounting Standards - Presentation of Items of Other Comprehensive Income
The consolidated entity has applied AASB 2011-9 amendments from 1 July 2012. The amendments requires grouping together of items within other comprehensive income on the basis of whether they will eventually be 'recycled' to the profit or loss (reclassification adjustments). The change provides clarity about the nature of items presented as other comprehensive income and the related tax presentation. The amendments also introduced the term 'Statement of profit or loss and other comprehensive income' clarifying that there are two discrete sections, the profit or loss section (or separate statement of profit or loss) and other comprehensive income section.

Basis of preparation
These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention
The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of investment properties, certain classes of property, plant and equipment and derivative financial instruments.

Critical accounting estimates
The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

Going concern
During the period the group generated a profit before tax of US$3,494,000 (2012 loss: US$3,640,000), and it generated positive cash from operations of $12,318,000 (2012 US$8,542,000).

At 30 June 2013 the company had a net current asset position of US$399,000 (June 2012: $643,000). The net current asset balance includes US$24,279,000 of deferred revenue (June 2012: US$19,261,000), which is not expected to result in a cash outflow for the group. The net current asset position excluding deferred revenue would be US$24,678,000 (June 2012: US $19,904,000).

Having regard to the group's profitability, cashflow generation and net current asset position, the Directors have prepared the financial report for the group on a going concern basis.

Note 1. Significant accounting policies (continued)

Presentation currency
Altium Limited has selected US dollars as its presentation currency as a significant portion of Altium Limited's activity is denominated in US dollars; and US dollars is the currency used in Altium Limited's major markets. The functional currency of Altium Limited is Australian dollars.

Parent entity information
In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 37.

Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Altium Limited ('company' or 'parent entity') as at 30 June 2013 and the results of all subsidiaries for the year then ended. Altium Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

Subsidiaries are all those entities over which the consolidated entity has the power to govern the financial and operating policies, generally accompanying a shareholding of more than one-half of the voting rights. The effects of potential exercisable voting rights are considered when assessing whether control exists. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Employee Share Trust
The group has formed a trust to administer the group's employee share scheme. This trust is consolidated, as the substance of the relationship is that the trust is controlled by the group.

Shares held by the Altium Employee Share and Option Plan Trust are disclosed as treasury shares and deducted from contributed equity.

Operating segments
Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Note 1. Significant accounting policies (continued)

Foreign currency translation
The financial report is presented in US dollars, which is Altium Limited 's presentation currency. Altium Limited 's functional currency is Australian dollars.

Foreign currency transactions
Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations
The assets and liabilities of foreign operations are translated into US dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into US dollars using the average exchange rates, which approximate the rate at the date of the transaction, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities are recognised in other comprehensive income. When a foreign operation is sold a proportionate share of such exchange difference is reclassified to profit and loss, as part of the gain or loss on sale where applicable.

Revenue recognition
Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances and duties and taxes paid. The consolidated entity recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the consolidated entity, and specific criteria have been met for each of the consolidated entity’s activities as described below.

Software
Revenue is recognised when software has been despatched to a customer pursuant to a sales order and the associated risks have passed to the customer.

Subscriptions
Revenue is deferred and is subsequently recognised as revenue over the period in which the subscription service is provided.

Hardware
Revenue is recognised when hardware has been delivered to a customer pursuant to a sales order and the associated risks have passed to the customer.

Training services
Revenue is recognised at the time the service is provided.

Project services
For fixed price contracts, the stage of completion is measured by reference to services performed to date as a percentage of total services to be performed. Revenue from cost plus contracts is recognised by reference to the recoverable costs incurred during the reporting period plus time spent on each contract.

Interest income
Revenue is recognised on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable, which is the rate that discounts estimated future cash receipts through the expected life of the financial asset to that assets net carrying amount.

Note 1. Significant accounting policies (continued)

Dividends
Dividends are recognised as revenue when the right to receive payment is established.

Multiple element contracts
In multiple element arrangements where licenses and service elements are sold as a bundled product, the fair value of the service element is recognised as revenue over the period during which the service is performed.

Income tax
The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Cash and cash equivalents
Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Note 1. Significant accounting policies (continued)

Trade and other receivables
Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment. Trade receivables generally have 30 to 90 day terms. They are presented as current assets unless collection is not expected for more than 12 months after the reporting date.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectable are written off by reducing the carrying amount directly. A provision for impairment of trade receivables is raised when there is objective evidence that the consolidated entity will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation and default or delinquency in payments (more than 60 days overdue) are considered indicators that the trade receivable may be impaired. The amount of the impairment allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

The amount of the impairment is recognised in the statement of profit and loss and other comprehensive income within other expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectable in a subsequent period, its is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in the statement of profit and loss and other comprehensive income.

Inventories
Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value on a 'first in first out' basis. Cost comprises direct materials after deducting rebates and discounts received or receivable.

Net realisable value is the estimated selling price in the ordinary course of business, less all estimated costs necessary to make the sale.

Investments and other financial assets
Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. They are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on the purpose of the acquisition and subsequent reclassification to other categories is restricted. The fair values of quoted investments are based on current bid prices. For unlisted investments, the consolidated entity establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, and option pricing models.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership.

Loans and receivables
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the asset is derecognised or impaired.

Note 1. Significant accounting policies (continued)

Impairment of financial assets
The consolidated entity assesses at the end of each reporting period whether there is any objective evidence that a financial asset or group of financial assets is impaired. Objective evidence includes significant financial difficulty of the issuer or obligor; a breach of contract such as default or delinquency in payments; the lender granting to a borrower concessions due to economic or legal reasons that the lender would not otherwise do; it becomes probable that the borrower will enter bankruptcy or other financial reorganisation; the disappearance of an active market for the financial asset; or observable data indicating that there is a measurable decrease in estimated future cash flows.

The amount of the impairment allowance for loans and receivables carried at amortised cost is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. If there is a reversal of impairment, the reversal cannot exceed the amortised cost that would have been recognised had the impairment not been made and is reversed to profit or loss.

Property, plant and equipment
Plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the assets 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.

Plant and equipment are depreciated and leasehold improvements are amortised over their estimated useful lives using the straight-line method. Assets held under finance lease are depreciated over their expected useful lives as owned assets or, where shorter, the term of the relevant lease.

The expected useful lives of the assets are as follows:

Office equipment	3-5 years
Computer hardware and software	2-3 years
Leasehold improvements	3-6 years

The residual values and useful lives are reviewed, and adjusted if appropriate, at each statement of financial position date or when there is an indication that they have changed.

A carrying amount is written down immediately to its recoverable amount if the carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the statement of comprehensive income.

Note 1. Significant accounting policies (continued)

Leases
The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

A distinction is made between finance leases, which effectively transfer from the lessor to the lessee substantially all the risks and benefits incidental to ownership of leased assets, and operating leases, under which the lessor effectively retains substantially all such risks and benefits.

Finance leases are capitalised. A lease asset and liability are established at the fair value of the leased assets, or if lower, the present value of minimum lease payments. Lease payments are allocated between the principal component of the lease liability and the finance costs, so as to achieve a constant rate of interest on the remaining balance of the liability.

Leased assets acquired under a finance lease are depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the consolidated entity will obtain ownership at the end of the lease term.

Operating lease payments, net of any incentives received from the lessor, are charged to profit or loss on a straight-line basis over the term of the lease.

Intangible assets
Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Acquired software intellectual property
Acquisition costs of software licenses, databases, customer lists and copyrights are amortised on a straight-line basis over the period for which the right is acquired or the period over which the economic benefits are expected to arise. These periods vary from 3 to 10 years, starting from the date of commercial release.

Research and development
Expenditure on research activities, undertaken with the prospect of obtaining new technical knowledge and understanding, is recognised in the statement of comprehensive income as an expense when it is incurred.

Expenditure on development activities is charged as incurred, or deferred where these costs are directly associated with either integration of acquired technology or the development of new technology and it is determined that the technology has reached technological feasibility. Costs are deferred to future periods to the extent that they are expected beyond any reasonable doubt to be recoverable. The costs capitalised comprises directly attributable costs, including costs of materials, services and direct labour. Deferred costs are amortised from the date of commercial release on a straight-line basis over the period of the expected benefit, which varies from 2 to 10 years.

Internally generated intangibles
Development costs relating to internally generated software are treated as described for research and development expenditure above.

Note 1. Significant accounting policies (continued)

Impairment of non-financial assets
Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs to sell and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Trade and other payables
These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Finance costs
Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred, including:
- interest on finance leases
- unwinding of the discount on provisions

Provisions
Provisions for legal claims, service warranties and make good provisions are recognised when the consolidated entity has a present (legal or constructive) obligation as a result of a past event, it is probable the consolidated entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Provisions for onerous lease contracts are recognised when the unavoidable costs of meeting the contract obligation exceed the economic benefits expected to be received under the contract.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Note 1. Significant accounting policies (continued)

Employee benefits

Short term obligations
Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liability for annual leave and accumulating sick leave is recognised in the provision for employee benefits. All other short-term employee benefit obligations are presented as payables.

Long-term employee benefit obligations
The liability for long service leave is recognised in current and non-current liabilities, depending on the unconditional right to defer settlement of the liability for at least 12 months after the reporting date. The liability is measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting date, regardless of when the actual settlement is expected to occur.

Defined contribution superannuation expense
Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

Bonus plans
The expected cost of bonus payments is recognised when there is a legal or constructive obligation to make such payments as a result of past performance and the obligation can be measured reliably.

Termination benefits
Termination benefits are payable when employment is terminated before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The group recognises termination benefits when it is demonstrably committed to either terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal or to providing termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

Note 1. Significant accounting policies (continued)

Share-based payments

Options

Share-based compensation benefits are provided to employees via the Altium Employee Option Plan and an employee share scheme. Information relating to these schemes is set out in note 42.

The fair value of options granted under the Altiums Employee Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the employees become unconditionally entitled to the options.

The fair value at grant date is determined using a derivative of the Black Scholes option-pricing model that takes into account the exercise price, the term of the option, the vesting and performance criteria, the impact of dilution, the non tradeable nature of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The fair value of the options granted is adjusted to reflect market vesting conditions, but excludes the impact of any non market vesting conditions (for example, profitability and sales growth targets). Non market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. At each reporting date, the entity revises its estimate of the number of options that are exercisable. The employee benefit expense recognised each period takes into account the most recent estimate. The impact of the revision to original estimates, if any, is recognised in the statement of comprehensive income with a corresponding adjustment to equity.

Shares

Under the employee share scheme, shares issued by the Altium Employee Share and Option Plan Trust to employees for no cash consideration vest immediately on grant date. On this date, the market value of the shares issued is recognised as an employee benefits expense with a corresponding increase in equity.

The fair value of deferred shares granted to employees for nil consideration under the incentive scheme is recognised as an expense over the relevant service period. The fair value of compensation is determined based on the actual market price of the company's share price at the dates of grant.

Contributed equity
Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Where any group company purchases the company’s equity instruments, for example as the result of a share buy-back or a share-based payment plan, the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the owners of Altium Limited as treasury shares until the shares are cancelled or reissued. Where such ordinary shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the owners of Altium Limited.

Dividends
Dividends are recognised when declared during the financial year and no longer at the discretion of the company.

Note 1. Significant accounting policies (continued)

Earnings per share

Basic earnings per share
Basic earnings per share is calculated by dividing the profit attributable to the owners of Altium Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share
Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Goods and Services Tax ('GST') and other similar taxes
Goods and services tax include other similar taxes used worldwide.

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

Rounding of amounts
The company is of a kind referred to in Class Order 98/100, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, the nearest dollar.

New Accounting Standards and Interpretations not yet mandatory or early adopted
Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2013. The consolidated entity's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the consolidated entity, are set out below.

AASB 9 Financial Instruments, 2009-11 Amendments to Australian Accounting Standards arising from AASB 9, 2010-7 Amendments to Australian Accounting Standards arising from AASB 9 and 2012-6 Amendments to Australian Accounting Standards arising from AASB 9
This standard and its consequential amendments are applicable to annual reporting periods beginning on or after 1 January 2015 and completes phase I of the IASB's project to replace IAS 39 (being the international equivalent to AASB 139 'Financial Instruments: Recognition and Measurement'). This standard introduces new classification and measurement models for financial assets, using a single approach to determine whether a financial asset is measured at amortised cost or fair value. The accounting for financial liabilities continues to be classified and measured in accordance with AASB 139, with one exception, being that the portion of a change of fair value relating to the entity’s own credit risk is to be presented in other comprehensive income unless it would create an accounting mismatch. The consolidated entity will adopt this standard from 1 July 2015 but the impact of its adoption is yet to be assessed by the consolidated entity.

Note 1. Significant accounting policies (continued)

AASB 13 Fair Value Measurement and AASB 2011-8 Amendments to Australian Accounting Standards arising from AASB 13
This standard and its consequential amendments are applicable to annual reporting periods beginning on or after 1 January 2013. The standard provides a single robust measurement framework, with clear measurement objectives, for measuring fair value using the 'exit price' and it provides guidance on measuring fair value when a market becomes less active. The 'highest and best use' approach would be used to measure assets whereas liabilities would be based on transfer value. As the standard does not introduce any new requirements for the use of fair value, its impact on adoption by the consolidated entity from 1 July 2013 should be minimal, although there will be increased disclosures where fair value is used.

AASB 119 Employee Benefits (September 2011) and AASB 2011-10 Amendments to Australian Accounting Standards arising from AASB 119 (September 2011)
This revised standard and its consequential amendments are applicable to annual reporting periods beginning on or after 1 January 2013. The amendments eliminate the corridor approach for the deferral of gains and losses; streamlines the presentation of changes in assets and liabilities arising from defined benefit plans, including requiring remeasurements to be presented in other comprehensive income; and enhances the disclosure requirements for defined benefit plans. The amendments also changed the definition of short-term employee benefits, from 'due to' to 'expected to' be settled within 12 months. This will require annual leave that is not expected to be wholly settled within 12 months to be discounted allowing for expected salary levels in the future period when the leave is expected to be taken. The adoption of the revised standard from 1 July 2013 will require increased disclosure by the consolidated entity.

AASB 2011-4 Amendments to Australian Accounting Standards to Remove Individual Key Management Personnel Disclosure Requirement
These amendments are applicable to annual reporting periods beginning on or after 1 July 2013, with early adoption not permitted. They amend AASB 124 'Related Party Disclosures' by removing the disclosure requirements for individual key management personnel ('KMP'). The adoption of these amendments from 1 July 2014 will remove the duplication of information relating to individual KMP in the notes to the financial statements and the directors report. As the aggregate disclosures are still required by AASB 124 and during the transitional period the requirements may be included in the Corporations Act or other legislation, it is expected that the amendments will not have a material impact on the consolidated entity.

AASB 2011-7 Amendments to Australian Accounting Standards arising from the Consolidation and Joint Arrangements Standards
The amendments are applicable to annual reporting periods beginning on or after 1 January 2013. The amendments make numerous consequential changes to a range of Australian Accounting Standards and Interpretations, following the issuance of AASB 10, AASB 11, AASB 12 and revised AASB 127 and AASB 128. The adoption of these amendments from 1 July 2013 will not have a material impact on the consolidated entity.

Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Share-based payment transactions
The consolidated entity measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Provision for impairment of inventories
The provision for impairment of inventories assessment requires a degree of estimation and judgement. The level of the provision is assessed by taking into account the recent sales experience, the ageing of inventories and other factors that affect inventory obsolescence.

Income tax
The group is subject to income taxes in Australia and jurisdictions where it has foreign operations. Significant judgement is required in determining the worldwide provision for income taxes. There are certain transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The group estimates its tax liabilities based on the group's understanding of the tax law. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such as differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

Recovery of deferred tax assets
The group has recognised deferred tax assets for unused tax losses where it is considered probable that future taxable amounts will be available to utilise these losses. Calculation of future taxable amounts involve the use of assumptions and management's judgements.

Onerous lease provision
A provision has been made for onerous lease contracts. Calculation of this provision involves significant estimates and judgements which may affect the carrying amount of the liability. These include the potential for future sub-lease rental, the make-good liability, the amount of the space that will be occupied by Altium, and the discount rate.

Multiple element contracts
Revenue is recognised for multiple element contracts by attributing a fair value to each element of the contract and then recognising revenue according to the accounting policy stated in note 1. Fair values are based on sales information for the discrete elements.

Note 3. Operating segments

Description of segments
Management has determined the operating segments based on the reports used by the Board and executive team to make strategic decisions and review operational performance.

The Board and executive team consider the business from a geographical perspective and have identified four reportable segments:

• Americas – comprises the sales of products throughout the USA, Canada and South America;
• EMEA – comprises the sales of products throughout Europe, Middle East and Africa;
• Greater China – comprises the sales of products throughout People's Republic of China, Taiwan and Hong Kong; and
• Asia Pacific – comprises the sales of products throughout the rest of Asia, Australia and New Zealand.

Segment sales represent invoiced sales. These are subsequently adjusted for the deferred component which is recognised over the service period. Sales is management's key metric in understanding the results by segment. Sales from segments comprise software and hardware sales, subscriptions services, training services and project services.

Global functions, including research and development, are included in the "Other" column. Sales and revenue in this segment relate to consulting services, which are included as a recovery of research and development costs in the reports provided to the Board and executive team.

The chief operating decision maker assesses the performance of individual segments on the basis of an underlying profit measure. The underlying profit comprises expenses which are incurred in the normal trading activity of the segments, and excludes the impact of restructuring costs, finance costs, share based payments and other expenses which are determined to be outside of the control of the respective segments.

Intersegment transactions
Transactions between segments are excluded from the segment information and do not form part of the reports used by the Board and executive team.

Intersegment receivables, payables and loans
Intersegment loans are initially recognised at the consideration received. Intersegment loans receivable and loans payable that earn or incur non-market interest are not adjusted to fair value based on market interest rates. Intersegment loans are eliminated on consolidation.

Note 3. Operating segments (continued)

Operating segment information

Consolidated - 2013	Americas US$'000	EMEA US$'000	Greater China US$'000	Asia Pacific US$'000	Intersegment eliminations/ unallocated US$'000	Total US$'000
Segment sales	28,176	26,221	8,197	6,075	575	69,244
Net adjustment for deferred revenue recognition	(4,286)	(3,343)	(406)	(246)	(32)	(8,313)
Other revenue	-	-	-	-	977	977
Interest Income					146	146
Total revenue	23,890	22,878	7,791	5,829	1,666	62,054
Underlying profit	20,350	20,402	3,984	4,646	(29,245)	20,137
Amortisation						(1,201)
Share based payments						(5,224)
Provision for legal settlement and associated fees						(759)
Finance costs						(426)
Other expenses						(609)
Forgiveness of loans						(305)
Release of onerous lease provision						1,733
Restructuring costs						(2,554)
Foreign exchange gain						(110)
Net adjustment for deferred revenue recognition						(8,313)
Other Income						1,125
Profit before income tax expense						3,494
Income tax expense						(2,128)
Profit after income tax expense						1,366
Assets						
Segment assets	10,004	10,130	4,485	1,189	10,538	36,346
Unallocated assets:						
Deferred tax asset						9,819
Income tax receivables						262
Total assets						46,427
Liabilities						
Segment liabilities	15,273	12,771	1,960	3,615	7,283	40,902
Unallocated liabilities:						
Provision for income tax						264
Current borrowings						156
Non-current borrowings						35
Total liabilities						41,357

Note 3. Operating segments (continued)

Consolidated - 2012	Americas US$'000	EMEA US$'000	Greater China US$'000	Asia Pacific US$'000	Intersegment eliminations/ unallocated US$'000	Total US$'000
Segment sales	23,596	24,159	7,211	5,598	676	61,240
Net adjustment for deferred revenue recognition	(2,882)	(2,620)	(478)	(273)	39	(6,214)
Other revenue	-	-	-	-	46	46
Interest Income	-	-	-	-	163	163
Total revenue	20,714	21,539	6,733	5,325	924	55,235
Underlying profit	16,970	18,123	1,851	4,440	(27,750)	13,634
Amortisation						(2,596)
Share based payments						22
Finance costs						(280)
Other non-cash expenses						(34)
Provision for leasehold facility						(8,026)
Restructuring costs						(889)
Foreign exchange gain						534
Net adjustment for deferred revenue recognition						(6,214)
Other Income						209
Loss before income tax benefit						(3,640)
Income tax benefit						9,717
Profit after income tax benefit						6,077
Assets						
Segment assets	7,144	6,429	3,680	1,249	13,553	32,055
Unallocated assets:						
Deferred tax asset						11,212
Current tax						324
Total assets						43,591
Liabilities						
Segment liabilities	10,883	9,033	1,861	3,917	8,111	33,805
Unallocated liabilities:						
Provision for income tax						332
Current borrowings						264
Non-current borrowings						188
Total liabilities						34,589

Note 4. Revenue

	Consolidated	
	2013 US$'000	2012 US$'000
Sales revenue		
Software license revenue	26,724	26,798
Hardware revenue	392	489
Subscription revenue	29,838	23,629
Service revenue	3,977	4,110
	60,931	55,026
Other revenue		
Interest income	146	163
Other revenue	977	46
	1,123	209
Revenue	62,054	55,235

Note 5. Expenses

	Consolidated	
	2013 US$'000	2012 US$'000
Profit/(loss) before income tax includes the following specific expenses:		
Depreciation		
Leasehold improvements	218	433
Plant and equipment	450	464
Plant and equipment under lease	266	293
Total depreciation	934	1,190
Amortisation		
Internally generated intangibles	386	1,260
Acquired software intellectual property	815	1,145
Databases	-	191
Total amortisation	1,201	2,596
Total depreciation and amortisation	2,135	3,786

Note 5. Expenses (continued)

	Consolidated	
	2013 US$'000	2012 US$'000
Cost of revenue		
Goods	610	670
Services	604	356
Total cost of revenue	1,214	1,026
Charges against assets		
Bad and doubtful debts	122	43
Restructuring costs		
Redundancy costs	1,339	332
Other costs relating to relocating headquarters to Shanghai	-	557
Costs associated with terminating lease contracts previously committed to	1,223	-
Total restructuring costs	2,562	889
Finance costs		
Interest and finance charges paid/payable	67	80
Unwinding of the discount on provisions	359	200
Finance costs expensed	426	280
Net foreign exchange loss (gain)		
Net foreign exchange loss (gain)	110	(534)
Rental expense relating to operating leases		
Office rent	2,024	2,996
Equipment	215	241
Motor vehicle	184	209
Total rental expense relating to operating leases	2,423	3,446
Superannuation expense		
Defined contribution superannuation expense	170	435
Provision for leasehold facility		
Provision for future lease commitments	-	5,772
Impairment of leasehold improvements	-	2,254
Total provision for leasehold facility	-	8,026
Research and development costs expensed		
Research and development costs incurred	10,525	8,284

Note 6. Income tax expense/(benefit)

	Consolidated	
	2013 US$'000	2012 US$'000
Income tax expense/(benefit)		
Current tax	1,250	543
Deferred tax - origination and reversal of temporary differences	502	(10,413)
Adjustment recognised for prior periods	376	153
Aggregate income tax expense/(benefit)	2,128	(9,717)
Deferred tax included in income tax expense/(benefit) comprises:		
Decrease/(increase) in deferred tax assets (note 15)	502	(10,413)
Numerical reconciliation of income tax expense/(benefit) and tax at the statutory rate		
Profit/(loss) before income tax (expense)/benefit	3,494	(3,640)
Tax at the statutory tax rate of 30%	1,048	(1,092)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Entertainment expenses	48	51
Share-based payments	1,097	3
Attribution of income	257	432
Sundry items	65	(54)
	2,515	(660)
Adjustment recognised for prior periods	376	153
Difference in overseas tax rates	(27)	(24)
Tax losses previously recognised now written off	-	10
Prior year tax losses not recognised now recouped	-	1,759
Prior year tax losses not recognised now recognised	-	(6,537)
Prior year tax credits not recognised now recognised	(345)	(532)
Temporary differences not recognised now recognised	(391)	(3,886)
Income tax expense/(benefit)	2,128	(9,717)
Amounts charged/(credited) directly to equity		
Deferred tax assets (note 15)	(41)	(28)
Tax losses not recognised		
Unused tax losses for which no deferred tax asset has been recognised	4,969	4,687
Potential tax benefit at statutory tax rates	1,267	1,406

The above potential tax benefit for tax losses has not been recognised in the statement of financial position. These tax losses are located in the Netherlands and are unlikely to be utilised.

Note 7. Current assets - cash and cash equivalents

	Consolidated	
	2013 US$'000	2012 US$'000
Cash at bank	13,555	11,947
Deposit at call	1,201	1,299
	14,756	13,246

The value of bank guarantees at 30 June 2013 amounted to US$1,070,267 (2012: US$1,049,843).

Note 8. Current assets - trade and other receivables

	Consolidated	
	2013 US$'000	2012 US$'000
Trade receivables	15,552	12,577
Less: Provision for impairment	(107)	(118)
	15,445	12,459
Other receivables	748	329
Employee loans to a related party of a director (net of provision)*/**	-	50
Other employee loans (net of provision)**	-	67
	16,193	12,905

* Further information on the loan to related party of a director is set out in note 32.
** The loans advanced are charged at 6.45% p.a. (2012: 7.05%). During the year repayments of US$4,492 (2012: US$30,730) were made. An assessment of the carrying value of all employee loans was conducted by the Directors at the end of each reporting period. Where the Directors believe that the carrying value is impaired, the loan is written down to the realisable value. The above unsecured loans are for a five year term or repayable within thirty days of separation. On 28 August 2012, US$130,637 was forgiven as part of separation agreements.

Impairment of receivables
The ageing of the impaired receivables provided for above are as follows:

	Consolidated	
	2013 US$'000	2012 US$'000
0 to 3 months overdue	23	21
3 to 6 months overdue	40	50
Over 6 months overdue	44	47
	107	118

Note 8. Current assets - trade and other receivables (continued)

Movements in the provision for impairment of receivables are as follows:

	Consolidated	
	2013 US$'000	2012 US$'000
Opening balance	118	129
Additional provisions recognised	136	11
Translation differences	(15)	(11)
Receivables written off during the year as uncollectable	(132)	(11)
Closing balance	107	118

Past due but not impaired
Customers with balances past due but without provision for impairment of receivables amount to $1,957,000 as at 30 June 2013 ($2,028,000 as at 30 June 2012).

The consolidated entity did not consider a credit risk on the aggregate balances after reviewing credit terms of customers based on recent collection practices.

The ageing of the past due but not impaired receivables are as follows:

	Consolidated	
	2013 US$'000	2012 US$'000
0 to 1 month overdue	1,588	1,270
1 to 2 months overdue	262	441
Over 2 months overdue	107	317
	1,957	2,028

Note 9. Current assets - inventories

	Consolidated	
	2013 US$'000	2012 US$'000
Raw materials - at cost	313	480
Finished goods - at cost	298	244
	611	724

Inventories recognised as an expense during the year ended 30 June 2013 amounted to US$329,000 (2012: US$487,000). Write-downs of inventories to net realisable value recognised as an expense during the year ended 30 June 2013 amounted to US$202,000 (2012: US$nil). The expense has been included in 'raw materials and consumables used' in the statement of profit or loss and comprehensive income.

Note 10. Current assets - tax receivables

	Consolidated	
	2013 US$'000	2012 US$'000
Income tax receivables	262	324

Note 11. Current assets - other assets

	Consolidated	
	2013 US$'000	2012 US$'000
Prepayments	717	780

Note 12. Non-current assets - trade and other receivables

	Consolidated	
	2013 US$'000	2012 US$'000
Trade receivables	1,426	244
Other receivables	775	784
	2,201	1,028

Note 13. Non-current assets - property, plant and equipment

	Consolidated	
	2013 US$'000	2012 US$'000
Leasehold improvements - at cost	814	3,191
Less: Accumulated depreciation	(379)	(236)
Less: Impairment	-	(2,254)
	435	701
Plant and equipment - at cost	1,559	1,355
Less: Accumulated depreciation	(646)	(616)
	913	739
Plant and equipment under lease	772	861
Less: Accumulated depreciation	(555)	(382)
	217	479
	1,565	1,919

Note 13. Non-current assets - property, plant and equipment (continued)

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

	Plant & equipment US$'000	Leasehold improvements US$'000	Leased plant & equipment US$'000	Total US$'000
Consolidated				
Balance at 1 July 2011	804	3,149	573	4,526
Additions	558	405	204	1,167
Disposals	(133)	(17)	-	(150)
Exchange differences	(26)	(149)	(5)	(180)
Impairment of assets	-	(2,254)	-	(2,254)
Depreciation expense	(464)	(433)	(293)	(1,190)
Balance at 30 June 2012	739	701	479	1,919
Additions	678	-	-	678
Disposals	(64)	(59)	-	(123)
Exchange differences	10	11	4	25
Depreciation expense	(450)	(218)	(266)	(934)
Balance at 30 June 2013	913	435	217	1,565

Property, plant and equipment secured under finance leases
Refer to note 35 for further information on property, plant and equipment secured under finance leases.

Note 14. Non-current assets - intangible assets

	Consolidated	
	2013 US$'000	2012 US$'000
Acquired software intellectual property - at cost	2,439	2,863
Less: Accumulated amortisation	(2,176)	(1,788)
	263	1,075
Internally generated intangibles - at cost	-	5,174
Less: Accumulated amortisation	-	(4,796)
	-	378
	263	1,453

Note 14. Non-current assets - intangible assets (continued)

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

	Internally generated US$'000	Acquired software US$'000	Databases US$'000	Total US$'000
Consolidated				
Balance at 1 July 2011	1,687	2,231	207	4,125
Exchange differences	(49)	(11)	(16)	(76)
Amortisation expense	(1,260)	(1,145)	(191)	(2,596)
Balance at 30 June 2012	378	1,075	-	1,453
Exchange differences	8	3	-	11
Amortisation expense	(386)	(815)	-	(1,201)
Balance at 30 June 2013	-	263	-	263

Impairment test for intangible assets

The recoverable amount of the group's intangible assets has been assessed based on value-in-use calculations. The calculations use cash flow projections based on actual results achieved for 2013 adjusted for non-recurring items. Future cash flows have been extrapolated using average sales growth rates of between 0%-3% per annum and average cost growth rates of between 0%-4% per annum. A pre-tax discount rate of 18.6% has been used and a terminal growth rate of 1.5%.

Key assumptions used for value-in-use calculations

These assumptions have been used for the analysis of the single CGU within the business segment. Management determined budgeted gross margin based on past performance and its expectations for the future. The weighted average growth rates used are consistent with forecasts included in industry reports. The discount rates used reflect specific risks relating to the relevant segments and the countries in which they operate.

Impact of reasonably possible changes in key assumptions

Sales growth rate assumptions – Management notes if negative growth rates are applied to revenues; by 5% over the four year period, this still yields a recoverable amount above the carrying amount.

Cost growth rate assumptions – Management notes if additional growth rates are applied to costs; by 5% over the four year period, this still yields a recoverable amount above the carrying amount.

Discount rate assumptions – Management recognises that the time value of money may vary from what it has estimated. Management notes that applying an increase of 5% in pre-tax discount rate, still yields a recoverable amount above the carrying amount.

Note 15. Non-current assets - deferred tax assets

	Consolidated	
	2013 US$'000	2012 US$'000
Deferred tax asset comprises temporary differences attributable to:		
Amounts recognised in profit or loss:		
Tax losses	4,675	6,537
Property, plant and equipment	1,040	1,188
Employee benefits	195	251
Finance leases	61	-
Foreign tax credits	396	169
Provisions	1,006	234
Intangible assets	196	285
Foreign currency translation	402	238
Provision for onerous lease contract	1,410	1,977
Other tax credits	479	532
Set-off pursuant to set-off provisions	-	(227)
	9,860	11,184
Amounts recognised in equity:		
Foreign currency translation	(41)	28
Deferred tax asset	9,819	11,212
Deferred tax asset to be recovered within 12 months	7,462	5,904
Deferred tax asset to be recovered after more than 12 months	2,357	5,308
	9,819	11,212
Movements:		
Opening balance	11,212	844
Credited/(charged) to profit or loss (note 6)	(502)	10,413
Credited to equity	41	28
Translation differences	(932)	(73)
Closing balance	9,819	11,212

Note 16. Non-current assets - other assets

	Consolidated	
	2013 US$'000	2012 US$'000
Prepayments	40	-

Note 17. Current liabilities - trade and other payables

	Consolidated	
	2013 US$'000	2012 US$'000
Trade payables	842	986
Other payables	3,753	3,925
	4,595	4,911

Refer to note 31 for further information on financial instruments.

Note 18. Current liabilities - borrowings

	Consolidated	
	2013 US$'000	2012 US$'000
Lease liability	156	264

The lease liability consists of finance leases for plant and equipment. Lease liabilities are effectively secured as the rights to the leased assets revert to the lessor in the event of default. As at 30 June 2013, leases due within one year have a weighted average interest rate of 10.28% (2012: 11.07%).

Financing arrangements
Unrestricted access was available at the reporting date to the following lines of credit:

	Consolidated	
	2013 US$'000	2012 US$'000
Total facilities		
Bank guarantees	1,325	1,203
Used at the reporting date		
Bank guarantees	1,070	1,050
Unused at the reporting date		
Bank guarantees	255	153

Note 19. Current liabilities - tax liabilities

	Consolidated	
	2013 US$'000	2012 US$'000
Provision for income tax	264	332

Note 20. Current liabilities - provisions

	Consolidated	
	2013 US$'000	2012 US$'000
Employee benefits	773	955
Onerous lease contract	1,052	1,613
Other	1,021	-
	2,846	2,568

Onerous lease
The provision represents the present value of the estimated costs, net of any sub-lease revenue, that will be incurred until the end of the lease terms where the obligation is expected to exceed the economic benefit to be received.

Other
The provision represents the estimated amount of non-recoverable Value Added Tax that is subject to an export of services exemption application in China.

Movements in provisions
Movements in each class of provision during the current financial year, other than employee benefits, are set out below:

	Other US$'000	Onerous lease contract US$'000
Consolidated - 2013		
Carrying amount at the start of the year	-	1,613
Additional provisions recognised	1,021	-
Amounts transferred from non-current	-	1,569
Amounts used	-	(1,612)
Unwinding of discount	-	88
Change in provision from remeasurement		(532)
Translation differences	-	(74)
Carrying amount at the end of the year	1,021	1,052

Amounts not expected to be settled within the next 12 months
The current provision for long service leave includes all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. The entire amount is presented as current, since the consolidated entity does not have an unconditional right to defer settlement. However, based on past experience, the consolidated entity does not expect all employees to take the full amount of accrued long service leave or require payment within the next 12 months.

The following amounts reflect leave that is not expected to be taken within the next 12 months:

	Consolidated	
	2013 US$'000	2012 US$'000
Long service leave obligation expected to be settled after 12 months	101	123

Note 21. Current liabilities - Deferred revenue

	Consolidated	
	2013 US$'000	2012 US$'000
Deferred subscription revenue	22,658	18,046
Other deferred revenue	1,621	1,215
	24,279	19,261

Note 22. Non-current liabilities - borrowings

	Consolidated	
	2013 US$'000	2012 US$'000
Lease liability	35	188

Refer to note 31 for further information on financial instruments.

Total secured liabilities
The total secured liabilities (current and non-current) are as follows:

	Consolidated	
	2013 US$'000	2012 US$'000
Lease liability	191	452

Assets pledged as security
The lease liabilities are effectively secured as the rights to the leased assets, recognised in the statement of financial position, revert to the lessor in the event of default.

Note 23. Non-current liabilities - deferred tax

	Consolidated	
	2013 US$'000	2012 US$'000
Deferred tax liability comprises temporary differences attributable to:		
Amounts recognised in profit or loss:		
Intangible assets	-	120
Foreign currency revaluations	-	107
Set-off (pursuant to set-off provisions)	-	(227)

Note 24. Non-current liabilities - provisions

	Consolidated	
	2013 US$'000	2012 US$'000
Employee benefits	-	218
Onerous lease contract	3,700	4,976
	3,700	5,194

Movements in provisions
Movements in each class of provision during the current financial year, other than employee benefits, are set out below:

	Onerous lease contract US$'000
Consolidated - 2013	
Carrying amount at the start of the year	4,976
Amounts transferred to current	(1,569)
Unwinding of discount	263
Translation differences	(434)
Change in provision from remeasurement	464
Carrying amount at the end of the year	3,700

Note 25. Non-current liabilities - Deferred revenue

	Consolidated	
	2013 US$'000	2012 US$'000
Deferred subscription revenue	5,345	1,871

Note 26. Non-current liabilities - other liabilities

	Consolidated	
	2013 US$'000	2012 US$'000
Other payables	137	-

Note 27. Equity - Contributed equity

	Consolidated		Consolidated	
	2013 Shares	2012 Shares	2013 US$'000	2012 US$'000
Ordinary shares - fully paid	110,066,602	102,462,009	79,551	79,534

Note 27. Equity - Contributed equity (continued)

Movements in ordinary share capital

Details	Date	No of shares	Issue price AU$	US$'000
Balance	1 July 2011	102,462,009		79,534
Balance	30 June 2012	102,462,009		79,534
	28 September 2012*	7,586,863	$0.00	-
	17 May 2013	3,000	$1.00	3
	5 June 2013	14,730	$1.00	14
Balance	30 June 2013	110,066,602		79,551

Movements in treasury shares

Details	Date	No of shares
Balance	1 July 2011	2,060,207
Add: Shares purchased on market	29 July 2011	3,377,930
Add: Shares purchased on market	24 April 2012	275,000
Balance	30 June 2012	5,713,137
Less: Shares transferred to employees		(5,050,000)
Add: Shares issued*	28 September 2012	7,586,863
Less: Shares transferred to employees		(2,000,000)
Balance	30 June 2013	6,250,000

* The issue was made to the trustees of the Altium Employee Share and Option Plan Trust. No consideration was paid for the shares.

Ordinary Shares
Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Note 28. Equity - reserves

	Consolidated	
	2013 US$'000	2012 US$'000
Foreign currency reserve	4,718	5,652
Equity compensation reserve	5,836	1,126
	10,554	6,778

Note 28. Equity - reserves (continued)

	Foreign currency translation US$'000	Equity compensation US$'000	Total US$'000
Consolidated			
Balance at 1 July 2011	6,490	1,588	8,078
Foreign currency translation	(838)	-	(838)
Purchase of treasury shares	-	(483)	(483)
Options expense	-	21	21
Balance at 30 June 2012	5,652	1,126	6,778
Foreign currency translation	(934)	-	(934)
Share based payments	-	4,710	4,710
Balance at 30 June 2013	4,718	5,836	10,554

Foreign currency reserve
The reserve is used to recognise exchange differences arising from translation of the financial statements of foreign operations. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Share-based payments reserve
The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

Note 29. Equity - accumulated losses

	Consolidated	
	2013 US$'000	2012 US$'000
Accumulated losses at the beginning of the financial year	(77,310)	(83,387)
Profit after income tax (expense)/benefit for the year	1,366	6,077
Dividends paid (note 30)	(9,091)	-
Accumulated losses at the end of the financial year	(85,035)	(77,310)

Note 30. Equity - dividends

	Consolidated	
	2013 US$'000	2012 US$'000
Final dividend for the year ended 30 June 2012 of AU 5 cents	5,663	-
Interim dividend for the half year ended 31 December 2012 of AU 3 cents	3,428	-
	9,091	-

The Directors have declared a final unfranked dividend of AU 8 cents per share (2012: AU 5 cents) paid out of current year profits for the year ended 30 June 2013. This amounts to a total dividend of US$8,115,000 based on the total number of shares outstanding.

Note 31. Financial instruments

Financial risk management objectives

The consolidated entity's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity. The consolidated entity uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks, ageing analysis for credit risk and beta analysis in respect of investment portfolios to determine market risk.

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the consolidated entity's operating units. Finance reports to the Board on a monthly basis.

Market risk

Foreign currency risk

The consolidated entity undertakes certain transactions denominated in foreign currency and are exposed to foreign currency risk through foreign exchange rate fluctuations.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity’s functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

Foreign currency revenues are partially hedged by foreign currency denominated expenses. The consolidated entity does not have additional hedges against this risk.

The carrying amount of the consolidated entity's foreign currency denominated financial assets and financial liabilities at the reporting date was as follows:

	Assets		Liabilities	
	2013 US$'000	2012 US$'000	2013 US$'000	2012 US$'000
Consolidated				
Euros	978	1,023	(31)	(30)
Australian dollars	3,595	1,349	(60)	(102)
	4,573	2,372	(91)	(132)

The following tables summarise the sensitivity of financial instruments held at statement of financial position date by the consolidated entity to the movement in exchange rate of the US dollar to the Australian dollar and Euro, with all other variables held constant. The 10% sensitivity is based on reasonably possible changes, over a financial year.

Sensitivity to foreign currency risk on financial instruments is as follows:

Consolidated - 2013	% change	US$ strengthened Effect on profit after tax	Effect on equity	% change	US$ weakened Effect on profit after tax	Effect on equity
AU$	10%	301	301	10%	(368)	(368)
EUR	10%	(66)	(66)	10%	66	66
		235	235		(302)	(302)

Note 31. Financial instruments (continued)

Consolidated - 2012	% change	US$ strengthened effect on profit after tax	Effect on equity	% change	US$ weakened effect on profit after tax	Effect on equity
AU$	10%	79	79	10%	(97)	(97)
EUR	10%	(70)	(70)	10%	70	70
		9	9		(27)	(27)

Price risk
The consolidated entity is not exposed to any significant price risk.

Interest rate risk
Interest rate risk is the risk that the consolidated entity's financial position will be adversely affected by movements in interest rates. Exposures arise predominantly from assets and liabilities bearing variable interest rates as the consolidated entity intends to hold fixed rate assets and liabilities to maturity.

As at the reporting date, the consolidated entity had the following variable rate borrowings outstanding:

	2013		2012	
	Weighted average interest rate %	Balance US$'000	Weighted average interest rate %	Balance US$'000
Consolidated				
Cash	1.28	9,692	2.14	10,396
Receivables	6.37	9	7.74	233
Financial lease liabilities	10.28	(191)	11.07	(452)
Net exposure to cash flow interest rate risk		9,510		10,177

The following tables summarise the sensitivity of the fair value of financial instruments held at statement of financial position date in the consolidated entity, following a movement of 50 to 100 basis points, with all other variables held constant, and based on reasonably possible changes over a financial year.

The sensitivity to movements in interest rates is as follows:

	Basis points increase			Basis points decrease		
Consolidated - 2013	Basis points change	Effect on profit after tax	Effect on equity	Basis points change	Effect on profit after tax	Effect on equity
Net exposure	100	67	67	(50)	(33)	(33)

	Basis points increase			Basis points decrease		
Consolidated - 2012	Basis points change	Effect on profit after tax	Effect on equity	Basis points change	Effect on profit after tax	Effect on equity
Net exposure	100	71	71	(50)	(36)	(36)

Note 31. Financial instruments (continued)

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity has a strict code of credit, including obtaining agency credit information, confirming references and setting appropriate credit limits. The consolidated entity obtains guarantees where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The consolidated entity does not hold any collateral.

The consolidated entity manages its credit risk on trade debtors by ensuring that sales of products and services are made to customers with an appropriate credit history. New customers are subject to credit verification procedures and ongoing customer performance is monitored on a regular basis. The consolidated entity has no significant concentrations of credit risk.

Cash transactions are limited to high credit quality financial institutions.

Liquidity risk

Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Financing arrangements

Unused borrowing facilities at the reporting date:

	Consolidated	
	2013 US$'000	2012 US$'000
Bank guarantees	255	153

Remaining contractual maturities

The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

Consolidated - 2012	Weighted average interest rate %	1 year or less US$'000	Between 1 and 2 years US$'000	Between 2 and 5 years US$'000	Over 5 years US$'000	Remaining contractual maturities US$'000
Non-derivatives						
Non-interest bearing						
Trade payables	-	4,595	-	-	-	4,595
Interest-bearing - fixed rate						
Lease liability	10.28	156	35	-	-	191
Total non-derivatives		4,751	35	-	-	4,786

Note 31. Financial instruments (continued)

Consolidated - 2012	Weighted average interest rate %	1 year or less US$'000	Between 1 and 2 years US$'000	Between 2 and 5 years US$'000	Over 5 years US$'000	Remaining contractual maturities US$'000
Non-derivatives						
Non-interest bearing						
Trade payables	-	4,911	-	-	-	4,911
Interest-bearing - fixed rate						
Lease liability	11.07	324	165	38	-	527
Total non-derivatives		5,235	165	38	-	5,438

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Fair value of financial instruments
Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value. The carrying amounts of trade receivables and trade payables are assumed to approximate their fair values due to their short-term nature. The fair value of financial liabilities is estimated by discounting the remaining contractual maturities at the current market interest rate that is available for similar financial instruments.

Note 32. Key management personnel disclosures

Directors
The following persons were directors of Altium Limited during the financial year:

Samuel Weiss	Non-executive Chairman
Kayvan Oboudiyat	Chief Executive Officer
Carl Rooke	Non-executive Director
Dr David Warren	Non-executive Director

The following person were directors of Altium Limited for part of the financial year;

Aram Mirkazemi (appointed 16 October 2012)	Executive Director
Nicholas Martin (ceased as Chief Executive Officer and Director 15 October 2012)	Chief Executive Officer
William Bartee (retired 29 November 2012)	Non-executive Director

Other key management personnel
The following person also had the authority and responsibility for planning, directing and controlling the major activities of the consolidated entity, directly or indirectly, during the financial year:

Richard Leon	Chief Financial Officer

Note 32. Key management personnel disclosures (continued)

Compensation
The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated 2013 US$	Consolidated 2012 US$
Short-term employee benefits	1,784,738	1,740,188
Post-employment benefits	21,911	47,890
Long-term benefits	-	5,765
Termination benefits	234,116	-
Share-based payments	1,383,690	1,811
	3,424,455	1,795,654

The group has taken advantage of the relief provided by Corporations Regulation 2M.6.04 and has transferred the detailed remuneration disclosures to the Directors' report.

Shareholding
The number of shares in the parent entity held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

2013	Balance at the start of the year	Received as part of remuneration	Additions	Disposals/ other	Balance at the end of the year
Ordinary shares					
Samuel Weiss	1,595,345	-	200,000	-	1,795,345
Carl Rooke	584,414	-	91,160	-	675,574
Dr David Warren	5,556,300	-	-	-	5,556,300
Nicholas Martin*	22,524,650	-	-	(22,524,650)	-
Kayvan Oboudiyat	2,861,300	2,000,000	-	-	4,861,300
Aram Mirkazemi**	-	250,000	-	12,163,000	12,413,000
Richard Leon	1,648,336	750,000	-	-	2,398,336
	34,770,345	3,000,000	291,160	(10,361,650)	27,699,855

* Nicholas Martin ceased as Chief Executive Officer and a Director on 15 October.
** 2012 Aram Mirkazemi was appointed as a Director on 16 October 2012.

2012	Balance at the start of the year	Received as part of remuneration	Additions	Disposals/ other	Balance at the end of the year
Ordinary shares					
Samuel Weiss	1,385,697	-	209,648	-	1,595,345
Carl Rooke	565,365	-	19,049	-	584,414
Dr David Warren	5,523,000	-	33,300	-	5,556,300
Nicholas Martin	22,524,650	-	-	-	22,524,650
Kayvan Oboudiyat	2,650,000	-	211,300	-	2,861,300
Richard Leon	1,300,336	-	348,000	-	1,648,336
	33,949,048	-	821,297	-	34,770,345

* William Bartee did not have any shares as at 30 June 2013 or 30 June 2012.

Note 32. Key management personnel disclosures (continued)

Option holding
The number of options over ordinary shares in the parent entity held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

2013	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
Options over ordinary shares					
Richard Leon*	100,000	-	-	-	100,000
	100,000	-	-	-	100,000

* The exercise price on the options is $1 per share. The options were exercised after 30 June 2013.

2013	Vested and exercisable	Vested and unexercisable	Vested at the end of the year
Options over ordinary shares			
Richard Leon	100,000	-	100,000
	100,000	-	100,000

The exercise price on the options in the above table is $1 per share.

2012	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
Options over ordinary shares					
Richard Leon	100,000	-	-	-	100,000
	100,000	-	-	-	100,000

2012	Vested and exercisable	Vested and unexercisable	Vested at the end of the year
Options over ordinary shares			
Richard Leon	100,000	-	100,000
	100,000	-	100,000

Nicholas Martin, Dr David Warren and Samuel Weiss have not been granted options over ordinary shares at any time since the commencement of any company option plans.

There were no options exercised by Directors during the financial year. No options were granted or exercised by key management personnel during the 2013 and 2012 financial years. No amounts are unpaid on any shares issued on the exercise of options.

Note 32. Key management personnel disclosures (continued)

Retention rights holding
The number of retention rights over ordinary shares in the parent entity held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

2013	Balance at the start of the year	Granted	Vested	Expired/ forfeited/ other	Balance at the end of the year
Retention rights over ordinary shares					
Kayvan Oboudiyat	-	2,000,000	(2,000,000)	-	-
Aram Mirkazemi	-	1,000,000	(750,000)	-	250,000
Richard Leon	-	1,000,000	(750,000)	-	250,000
	-	4,000,000	(3,500,000)	-	500,000

There were no rights over ordinary shares for the year ended 30 June 2012.

Loan to related party of a Director
The employee loans and loans to key management personnel, as per note 8, relate to a number of loans provided to senior employees of the group. One of these loans is to a related party of a director, Nicholas Martin, and is made on the same terms as the other employee loans.

The gross balance of the loan at 30 June 2013 was US$nil (2012: US$264,462) with a provision against the balance of US$nil (2012: US$214,493). The net balance of the loan at 30 June 2013 was US$nil (2012: US$49,969). Interest charged on the loan during the year was US$nil (2012: US$13,141) with repayments during the year of US$4,492 (2012: US$2,475). The highest indebtedness on the loan during the year was US$260,322 (2012: US$264,462). On 28 August 2012, US$130,637 were forgiven as part of separation agreement.

Remuneration of Director-related entities
Related entities of Directors employed by any company in the group are paid on normal commercial terms and conditions.

Related party transactions
Related party transactions are set out in note 36.

Note 33. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by PricewaterhouseCoopers, the auditor of the company, its network firms and unrelated firms:

	Consolidated	
	2013 US$	2012 US$
Audit services - PricewaterhouseCoopers		
Audit or review of the financial statements	286,071	298,963
Other services - PricewaterhouseCoopers		
Tax compliance services, including review of company income tax return	-	7,017
Tax consulting and tax advice	86,749	-
	86,749	7,017
	372,820	305,980
Other services - network firms		
Tax compliance services, including review of company income tax return	20,561	66,463
Tax consulting and tax advice	21,066	16,085
	41,627	82,548
Audit services - unrelated firms		
Audit or review of the financial statements	57,948	46,083
Other services - unrelated firms		
Tax compliance services, including review of company income tax return	184,744	144,902
Tax consulting and tax advice	150,422	189,260
Advisory and legal services	-	44,442
	335,166	378,604
	393,114	424,687

From time to time the company will employ accountants to provide consulting services. The group has a policy of seeking competitive tenders for all major projects. The annual audit fee for the group is approved by the Audit and Risk Management Committee.

Note 34. Contingent liabilities

The group had a contingent liability at 30 June 2013 in respect of:

Claims

In November 2012, a claim was lodged against Altium that the entity had breached certain registered patents. The matter is currently being considered by the courts and the group expects judgement before the end of December 2015. There has been no provision recognised in relation to this claim as the group expect to successfully defend the action and there is no reliable estimate on the potential effect of this claim.

Note 35. Commitments

	Consolidated	
	2013 US$'000	2012 US$'000
Lease commitments - operating		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	4,426	5,765
One to five years	6,830	12,379
More than five years	-	997
	11,256	19,141
Lease commitments - finance		
Committed at the reporting date and recognised as liabilities, payable:		
Within one year	167	324
One to five years	38	203
Total commitment	205	527
Less: Future finance charges	(14)	(75)
Net commitment recognised as liabilities	191	452
Representing:		
Lease liability - current (note 18)	156	264
Lease liability - non-current (note 22)	35	188
	191	452

Included in the commitments are amounts also provided for as onerous leases. The amount included in current provision is US$1,052,000 (2012: US$1,613,000) and the amount included in non-current provisions is US$2,785,000 (2012: US$4,773,000). Further details of the provision can be found in note 20 and note 24.

Several finance lease contracts have associated purchase options. Under the terms of the leases, the group can acquire the leased assets for an agreed fair value on the expiry of the leases. This option lapses in the event the group fails to maintain its credit rating at the level prevailing at inception of the lease.

Note 36. Related party transactions

Parent entity
Altium Limited is the parent entity.

Key management personnel
Disclosures relating to key management personnel are set out in note 32 and the remuneration report in the directors' report.

Note 36. Related party transactions (continued)

Transactions with related parties
The following transactions occurred with related parties:

	Consolidated	
	2013 US$	2012 US$
Payment for other expenses:		
Consulting fees paid to key management personnel	64,843	-

Receivable from and payable to related parties
There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Loans to/from related parties
The following balances are outstanding at the reporting date in relation to loans with related parties:

	Consolidated	
	2013 US$	2012 US$
Current receivables:		
Loan to a related party of a director	-	50

Further information on the loan to a related party of a director is set out in note 8 and note 32.

Terms and conditions
All transactions were made on normal commercial terms and conditions and at market rates.

Note 37. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	2013 US$'000	2012 US$'000
Profit after income tax	2,883	5,651
Total comprehensive income	2,883	5,651

Note 37. Parent entity information (continued)

Statement of financial position

	Parent	
	2013 US$'000	2012 US$'000
Total current assets	11,295	13,448
Total assets	27,293	33,199
Total current liabilities	18,817	20,740
Total liabilities	22,567	25,908
Equity		
Contributed equity	79,494	79,477
Foreign currency reserve	5,734	6,573
Equity compensation reserve	5,781	1,126
Accumulated losses	(86,283)	(79,885)
Total equity	4,726	7,291

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
Altium Limited has provided financial guarantees in respect of credit card facilities and rental bonds for the Australian offices amounting to US$1,070,267 (2012: US$1,049,843).

Significant accounting policies
The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 1.

Note 38. Events after the reporting period

2,641,410 Share options, granted in 2009, were exercised since 30 June 2013 to the date of this report. The options were exercised at AU$1 per share.

The Directors have declared a final unfranked dividend of AU 8 cents per share (2012: AU 5 cents) paid out of current year profits for the year ended 30 June 2013. This amounts to a total dividend of US$8,115,000 based on the total number of shares outstanding.

No other matter or circumstance has arisen since 30 June 2013 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 39. Reconciliation of profit after income tax to net cash from operating activities

	Consolidated	
	2013 US$'000	2012 US$'000
Profit after income tax (expense)/benefit for the year	1,366	6,077
Adjustments for:		
Depreciation and amortisation	2,135	3,786
Impairment of property, plant and equipment	-	2,254
Net loss on disposal of non-current assets	123	-
Net gain on disposal of property, plant and equipment	-	(6)
Share-based payments	4,710	22
Unrealised foreign exchange differences	(700)	645
Change in operating assets and liabilities:		
Increase in trade and other receivables	(1,724)	(1,970)
Decrease in inventories	51	231
Decrease/(increase) in income tax refund due	(190)	141
Decrease/(increase) in deferred tax assets	460	(10,413)
Decrease/(increase) in other operating assets	197	(951)
Increase in trade and other payables	8,160	3,374
Increase/(decrease) in other provisions	(2,270)	5,352
Net cash from operating activities	12,318	8,542

Note 40. Non-cash investing and financing activities

	Consolidated	
	2013 US$'000	2012 US$'000
Acquisition of plant and equipment by means of finance leases	-	193

Note 41. Earnings per share

	Consolidated	
	2013 US$'000	2012 US$'000
Profit after income tax attributable to the owners of Altium Limited	1,366	6,077

	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	102,547,112	97,512,115
Adjustments for calculation of diluted earnings per share:		
Options	93,309	-
Weighted average number of ordinary shares used in calculating diluted earnings per share	102,640,421	97,512,115

	Cents	Cents
Basic earnings per share	1.33	6.23
Diluted earnings per share	1.33	6.23

Options granted under the Altium Employee Share Option Plan are considered to be potential ordinary shares and have been included in the determination of diluted earnings per share to the extent that the current share price is greater than the exercise price of the outstanding options. The options have not been included in the determination of basic earnings per share. Details relating to the options are set out in note 42.

For the year ending 30 June 2013 all options were included in the calculation of diluted earnings per share as the share price was greater then the exercise price of the outstanding options.

For the year ending 30 June 2012 all options were not included in the calculation of diluted earnings per share as the share price at 30 June 2012 was not greater than the exercise price of the outstanding options.

For the years ending 30 June 2013 and 30 June 2012 treasury shares were included in the calculation of basic and diluted earnings per share.

Note 42. Share-based payments

Share Plan

In 2010 the company made a number of decisions that it believed would restore shareholder value over time. It established the Altium Limited Employee Share and Option Plan Trust as a vehicle to incentivise key executives with share grants.

The company believes that the best way to motivate its key employees so that their work delivers value to shareholders is to create opportunities for those individuals to be shareholders themselves and for their incentive compensation to be based exclusively on their share ownership so that they benefit from capital appreciation and dividend payments.

In August 2012, the board of directors approved the Key Employee Share Plan ("Share Plan"), which is part of the Altium Limited Employee Share and Option Plan Trust, with the purpose of encouraging ownership of Altium shares in key employees within the Altium Group. The Share Plan awards shares on a long term basis as an incentive to encourage employees to focus on creating sustainable value and a sense of ownership and accountability to the group.

The Share Plan grants are based on employees contribution and commitment to the company over a period of several years plus the ability of the employees to impact and influence the outcome and direction of the organisation in the future. In recognising past contributions a large portion of shares granted under the Share Plan vested in the period to June 2013 and as a result have been fully accounted for in the period. The shares under the Share Plan which are not yet vested will be accounted for as non-cash expense over the remainder of the vesting periods.

The Share Plan is the only Long Term Incentive Plan operated by the group. None of the participants have received any other incentive payments, either short or long term since the Trust was established three years ago.

During the period to 30 June 2013 the Directors of the company granted 13,550,000 shares to 23 employees of Altium Limited and its subsidiaries. The shares vest over a 3 year period up to and including 31 December 2015.

Set out below are summaries of shares granted under the plan:

2013

Grant date	Vesting date	Fair value AU$	Balance at the start of the year	Granted	Vested	Forfeited	Balance at the end of the year
28/08/12	28/08/12	$0.44	-	7,050,000	(7,050,000)	-	-
28/08/12	30/06/13	$0.44	-	3,375,000	(2,525,000)	(850,000)	-
28/08/12	30/06/14	$0.44	-	1,437,500	-	(425,000)	1,012,500
28/08/12	30/06/15	$0.44	-	1,437,500	-	(425,000)	1,012,500
31/12/12	31/12/13	$1.28	-	100,000	-	-	100,000
31/12/12	31/12/14	$1.28	-	75,000	-	-	75,000
31/12/12	31/12/15	$1.28	-	75,000	-	-	75,000
			-	13,550,000	(9,575,000)	(1,700,000)	2,275,000

There were no shares granted under the plan in 2012.

Note 42. Share-based payments (continued)

Share Option Plan

The Board of Directors approved the establishment of the Altium Employee Share Option Plan in December 2003. All employees (excluding executive Directors) of Altium Limited and its subsidiaries are eligible to participate in the plan. Invitations for employees to particpate are determined at the discretion of the Directors of the company.

The vesting period of the options granted under the Altium Employee Share Option Plan is the Directors discretion. Options granted on 8 May 2009 vest over a three year period from the first anniversary date of issue, 40% in year 1 and 30% in the 2 subsequent years.

These options are exercisable at any time once vested through to expiry date. When exercisable, each option is convertible into one ordinary share. No option holder has any right under the option to participate in any other option share issue of the company or of any other entity within the group.

The total of options 3,223,660 (2012: 4,138,460) are outstanding under the plan to eligible employees as at June 2013. Conversion can occur no earlier than the first anniversary of the date on which the options are granted.

Set out below are summaries of options granted under the plan:

2013

Grant date	Expiry date	Exercise price AU$	Balance at the start of the year	Granted	Exercised	Expired/ forfeited	Balance at the end of the year
08/05/09	08/05/14	$1.00	4,138,460	-	(17,730)	(897,070)	3,223,660
			4,138,460	-	(17,730)	(897,070)	3,223,660
Weighted average exercise price			$1.00		$1.00	$1.00	$1.00

* The weighted average market share price of options exercised was AU$1.54.

2012

Grant date	Expiry date	Exercise price AU$	Balance at the start of the year	Granted	Exercised	Expired/ forfeited	Balance at the end of the year
08/12/06	08/12/11	$1.42	375,800	-	-	(375,800)	-
16/01/07	16/01/12	$1.42	353,500	-	-	(353,500)	-
08/05/09	08/05/14	$1.00	4,632,380	-	-	(493,920)	4,138,460
			5,361,680	-	-	(1,223,220)	4,138,460
Weighted average exercise price			$1.06			$1.25	$1.00

Set out below are the options vested and exercisable at the end of the financial year:

Grant date	Expiry date		2013 Number	2012 Number
08/05/09	08/05/14		3,223,660	4,138,460
Total exercisable			3,223,660	4,138,460

The market price per ordinary share at 30 June 2013 was AU$1.35 (2012: AU$0.38).

The weighted average remaining contractual life of options outstanding at the end of the financial year was 0.85 years (2012: 1.85 years).

Note 42. Share-based payments (continued)

Share Based Payments Expenses

Total expenses arising from share-based payment transactions recognised during the period as part of employee benefit expenses were as follows:

	Consolidated	
	2013 US$'000	2012 US$'000
Shares issued under the employee share plan	5,224	-
Options issued under the employee option plan	-	22
	5,224	22

The Altium Share and Option Plan Trust is used to hold shares for share and option plans. As at 30 June 2013 the trust held 6,250,000 ordinary shares (2012: 5,713,137).

In the directors' opinion:

- the attached financial statements and notes thereto comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes thereto comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;

- the attached financial statements and notes thereto give a true and fair view of the consolidated entity's financial position as at 30 June 2013 and of its performance for the financial year ended on that date; and

- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors

Kayvan Oboudiyat
Director and Chief Executive Officer

Samuel Weiss
Non-executive Chairman

28 August 2013
Sydney

pwc

Independent auditor's report to the members of Altium Limited

Report on the financial report

We have audited the accompanying financial report of Altium Limited (the company), which comprises the statement of financial position as at 30 June 2013, the statement of profit and loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration for Altium Limited (the consolidated entity). The consolidated entity comprises the company and the entities it controlled at year's end or from time to time during the financial year.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with *International Financial Reporting Standards*.

Auditor's responsibility

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

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

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

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

pwc

Auditor's opinion

In our opinion:

(a) the financial report of Altium Limited is in accordance with the *Corporations Act 2001,* including:

  (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2013 and of its performance for the year ended on that date; and

  (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*.

(b) the financial report and notes also comply with International Financial Reporting Standards as disclosed in Note 1.

Report on the Remuneration Report

We have audited the remuneration report included in pages 11 to 17 of the directors' report for the year ended 30 June 2013. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's opinion

In our opinion, the remuneration report of Altium Limited for the year ended 30 June 2013, complies with section 300A of the *Corporations Act 2001*.

PricewaterhouseCoopers

PricewaterhouseCoopers

S. Horlin

Susan Horlin
Partner

Sydney
28 August 2013

Information for shareholders
as at 31 August 2013

The shareholder information set out below was current as at 31 August 2013.

a) Number of shareholders

There were 1,277 shareholders, holding 112,708,012 fully paid ordinary shares.

b) Distribution of equity securities

Analysis of equity security holders by size of holding:

Range	Number of shareholders	Number of option holders
1 – 1,000	156	0
1,001 – 5,000	392	4
5,001 – 10,000	264	2
10,001 – 100,000	366	6
100,001 – and over	99	1
Total	1,277	13

Less than Marketable Parcel - There were 24 holders of a less than marketable parcel of ordinary shares.

c) Equity security holders

Twenty largest quoted equity security holders

Rank	Name of Holding	Number of Shares	%
1	PROTEL SYSTEMS PTY LIMITED	12,340,000	10.95%
2	MIRKAZEMI HOLDINGS PTY LIMITED	9,253,000	8.21%
3	JP MORGAN NOMINEES AUSTRALIA LIMITED	8,432,374	7.48%
4	N & M MARTIN HOLDINGS PTY LTD<MARTIN FAMILY A/C>	6,673,143	5.92%
5	MR SAMUEL WEISS & MR CARL ROOKE <ALT EMP SH OPT PLAN A/C>	4,475,000	3.97%
6	NATIONAL NOMINEES LIMITED	3,987,954	3.54%
7	KAY & JAY INVESTMENTS PTY LTD<K&J SUPERANNUATION FUND A/C:>	2,918,100	2.59%
8	CITICORP NOMINEES PTY LIMITED	2,887,029	2.56%
9	MR RICHARD LEON	2,418,578	2.15%
10	SERGY & SLAVA PTY LTD <KOSTYNSKY FAMILY A/C>	2,228,125	1.98%
11	MIRKAZEMI HOLDINGS PTY LIMITED <MORFIK TECH SUPER A/C>	2,000,000	1.77%
12	POTLUCK INVESTMENTS PTY LTD	1,863,125	1.65%
13	MR KAYVAN OBOUDIYAT	1,793,000	1.59%
14	SHAHRAM BESHARATI & KIM BESHARATI <BESHARATI FAMILY A/C>	1,695,625	1.50%
15	MR DMYTRO MEDVEDYEV	1,663,125	1.48%
16	MUTUAL APPRECIATION SOCIETY PTY LIMITED <GARB-WEISS SUPER FUND A/C>	1,595,345	1.42%
17	JP MORGAN NOMINEES AUSTRALIA LIMITED <CASH INCOME A/C>	1,550,483	1.38%
18	ZENTEL PTY LIMITED<PROTEL NO.2 SUPER FUND A/C>	1,288,000	1.14%
19	MR IVAN TANNER & MRS FELICITY TANNER < THE SUPERNATURAL S/F A/C>	1,170,000	1.04%
20	WILLRYAN PTY LTD	1,015,000	0.90%
	Total	71,247,006	63.21%

d) Unquoted equity securities

	Number of options on issue	Number of holders
Employees	582,250	13
Directors	-	-
Total options on issue	582,250	13

e) Substantial shareholders

The substantial holders in the company are set out below

Rank	Name	Number of shares	%
1	Nicholas Martin*	20,497,603	18.19%
2	David Warren*	14,811,300	13.14%
3	Mirkazemi Holdings Pty Ltd	12,413,000	11.01%
4	Sam Weiss **	6,270,345	5.57%
Total		53,992,248	47.91%

*Protel Systems Pty Limited is a company owned by Nicholas Martin and David Warren, Nicolas Martin controls 75% of the voting power and David Warren the remaining 25%. This entity has been included in both Mr Martin
and Dr Warren's substantial holdings. 12,340,000 Altium shares are held by Protel Systems Pty Limited.

**Sam Weiss and Carl Rooke jointly hold 4,475,000 shares in trust for the Altium Limited Employee Share and Option Plan Trust this is a joint holding.

f) Voting rights

a) Ordinary shares: On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll shall have one vote for each share represented

b) Option: No voting rights

g) Share buy-back

Altium Limited has not undertaken an on-market buy-back during the last financial year.

h) Securities subject to escrow

There are no shares are currently subject to escrow.

i) Altium major announcements to the ASX*

Date	Announcement
04/09/2013	Ceasing to be a substantial holder
29/08/2013	Altium Investor Presentation
28/08/2013	Dividend Amendment to Record Date
28/08/2013	Altium FY13 audited results
28/08/2013	Preliminary Final Report
23/08/2013	Appendix 3B - New Issue Exercise of Employee Options
02/08/2013	Appendix 3B - New Issue related to Employee Share Options
26/07/2013	Appendix 3B - New Issue Exercise of Employee Options
23/07/2013	Change of Director's Interest Notice - Sam Weiss - Amendment
23/07/2013	Appendix 3B - New Issue Exercised Employee Share Options
23/07/2013	Change of Director's Interest Notice - Aram Mirkazemi
22/07/2013	Change in substantial holding - Sam Weiss
22/07/2013	Ceasing to be a substantial holder - Carl Rooke
22/07/2013	Change of Director's Interest Notice - Carl Rooke
22/07/2013	Change of Director's Interest Notice - Sam Weiss
18/07/2013	Becoming a substantial holder
09/07/2013	Details of Registered office address
09/07/2013	Ceasing to be a substantial holder
04/07/2013	Financial Performance Update for Year ended 30 June 2013
05/06/2013	Appendix 3B
17/05/2013	Appendix 3B - New Issue
06/05/2013	ASX Price Query & Response
23/04/2013	Change in substantial holding - David Warren
05/04/2013	Change in substantial holding - Nick Martin

i) Altium major announcements to the ASX* *continued*

Date	Announcement
04/04/2013	Altium announces Q3 sales and revenue update for FY13
19/03/2013	Altium Investor Presentation
19/03/2013	Change in substantial holding - Nicholas Martin
12/03/2013	Initial Director's Interest Notice Aram Mirkazemi
01/03/2013	S&P DJ Indices Announces March Quarterly Rebalance
21/02/2013	Altium announces half year Results and Dividend
21/02/2013	Altium Limited 4D Report
06/02/2013	Altium Announces Major Product Release
22/01/2013	Altium Q2 and Half-year Sales and Revenue Update FY13
18/12/2012	Final Director's Interest Notice - Nick Martin Amended
11/12/2012	Change of Director's Interest Notice - Carl Rooke
11/12/2012	Change of Director's Interest Notice - Sam Weiss
10/12/2012	Change in substantial holding
07/12/2012	Change of Director's Interest Notice - Carl Rooke
29/11/2012	Results of Meeting - EGM
29/11/2012	Results of Meeting - AGM
29/11/2012	Chairman's Address to Shareholders
30/10/2012	Change in substantial holding - Sam Weiss
30/10/2012	Change in substantial holding - Carl Rooke
30/10/2012	Change of Director's Interest Notice - Carl Rooke
30/10/2012	Change of Director's Interest Notice - Sam Weiss
29/10/2012	Letter to Shareholders
29/10/2012	Notice of Extraordinary General Meeting/Proxy Form
29/10/2012	Notice of Annual General Meeting/Proxy Form
29/10/2012	Annual Report to shareholders
23/10/2012	Request to convene General Meeting
18/10/2012	Altium Q1 Sales update FY13
18/10/2012	Director Appointment
16/10/2012	Final Director's Interest Notice
15/10/2012	Altium announces departure of CEO and appointment of CEO
03/10/2012	Change in substantial holding - Sam Weiss
03/10/2012	Change of Director's Interest Notice - Sam Weiss
03/10/2012	Change in substantial holding - Carl Rooke
03/10/2012	Change of Director's Interest Notice - Carl Rooke

* A complete and up-to-date list of all Altium's financial announcements can be found on the ASX website.

Annual General Meeting

Date: Wednesday 6 November 2013
Time: 3pm
Venue: Yuan Room, Level 2, Christie Conference Centre, 3 Spring Street, Sydney NSW 2000.

j) Inquiries about your shareholding

Please contact our share registry, Computershare for all questions in relation to your shareholding, dividends, share transfers and monthly holding statements. Computershare has a website which provides shareholders with access to shareholder forms and provides answers to frequently asked questions. You are also able to update some of your shareholder information online.

Mailing address: Computershare Investor Services Pty Limited,
GPO Box 2975, Melbourne VIC 3001 Australia

Phone: (Aus) 1300 850 505
(Overseas) +61 (0)3 9415 4000

k) Have you changed your address?

Whenever you change your address it is important to notify the share registry. This can be done in a number of ways, either post or fax the share registry a written request quoting your shareholder number, old address, current address and signature, or visit the Computershare website and change your details online.

l) Inquiries about Altium Limited

Email: investor.relations@altium.com
Website: www.altium.com

m) Altium shareholder communications

Altium publishes information to its shareholders in the annual report and via releases to the ASX. Investor Information can be found on our website www.altium.com/en/altium/investor-relations

Altium provides quarterly updates on revenue earnings.

2013

Altium

www.altium.com