

**TechStar Limited**

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Subject: HALF YEAR REPORT - APPENDIX 4B

Attached are the following documents in respect of the company's half year reporting for the period ended 31 December 2002:

- APPENDIX 4B
- Segment Report
- Directors' Report and Declaration
- Auditors' Review Report



Karl Tack
Secretary

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Appendix 4B
Half yearly/preliminary final report

Rules 4.1, 4.3

Appendix 4B

Half yearly/preliminary final report

Introduced 30/6/2002.

Name of entity

TechStar Limited

ABN or equivalent company
reference

49 089 206 986

Half yearly
(tick)



Preliminary
final (tick)



Half year/financial year ended ('current period')

31 December 2002

For announcement to the market

Extracts from this report for announcement to the market (see note 1).

\$A

Revenues from ordinary activities (item 1.1)	up/down	6%	to	426,076
Profit (loss) from ordinary activities after tax attributable to members (item 1.22)	up/down	12%	to	(646,389)
Profit (loss) from extraordinary items after tax attributable to members (item 2.5(d))	gain (loss) of			-
Net profit (loss) for the period attributable to members (item 1.11)	up/down	12%	to	(646,389)

Dividends (distributions)	Amount per security	Franked amount per security
Final dividend (Preliminary final report only - item 15.4)	N/A¢	N/A¢
Interim dividend (Half yearly report only - item 15.6)		
Previous corresponding period (Preliminary final report - item 15.5; half yearly report - item 15.7)	N/A¢	N/A¢

⁺Record date for determining entitlements to the dividend,
(in the case of a trust, distribution) (see item 15.2)

N/A

Brief explanation of any of the figures reported above (see Note 1) and short details of any bonus or cash issue or other item(s) of importance not previously released to the market:

If this is a half yearly report it is to be read in conjunction with the most recent annual financial report.

⁺ See chapter 19 for defined terms.

Appendix 4B
Half yearly/preliminary final report

Condensed consolidated statement of financial performance

	Current period - \$A	Previous corresponding period - \$A
1.1 Revenues from ordinary activities (<i>see items 1.23 -1.25</i>)	426,076	401,382
1.2 Expenses from ordinary activities (<i>see items 1.26 & 1.27</i>)	(1,250,410)	(1,499,999)
1.3 Borrowing costs	(73,507)	(56,866)
1.4 Share of net profits (losses) of associates and joint venture entities (<i>see item 16.7</i>)	-	-
1.5 Profit (loss) from ordinary activities before tax	(897,841)	(1,155,483)
1.6 Income tax on ordinary activities (<i>see note 4</i>)	-	-
1.7 Profit (loss) from ordinary activities after tax	(897,841)	(1,155,483)
1.8 Profit (loss) from extraordinary items after tax (<i>see item 2.5</i>)	-	-
1.9 Net profit (loss)	(897,841)	(1,155,483)
1.10 Net profit (loss) attributable to outside equity interests	(251,452)	(419,697)
1.11 Net profit (loss) for the period attributable to members	(646,389)	(735,786)
Non-owner transaction changes in equity		
1.12 Increase (decrease) in revaluation reserves	-	-
1.13 Net exchange differences recognised in equity	-	-
1.14 Other revenue, expense and initial adjustments recognised directly in equity (attach details)	-	-
1.15 Initial adjustments from UIG transitional provisions	-	-
1.16 Total transactions and adjustments recognised directly in equity (items 1.12 to 1.15)	-	-
1.17 Total changes in equity not resulting from transactions with owners as owners	(646,389)	(735,786)

Earnings per security (EPS)	Current period	Previous corresponding period
1.18 Basic EPS	(2.2 cents)	(2.0 cents)
1.19 Diluted EPS	-	-

+ See chapter 19 for defined terms.

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Notes to the condensed consolidated statement of financial performance

Profit (loss) from ordinary activities attributable to members

	Current period - \$A	Previous corresponding period - \$A
1.20 Profit (loss) from ordinary activities after tax (item 1.7)	(897,841)	(1,155,483)
1.21 Less (plus) outside ⁺ equity interests	251,452	419,697
1.22 Profit (loss) from ordinary activities after tax, attributable to members	(646,389)	(735,786)

Revenue and expenses from ordinary activities

(see note 15)

	Current period - \$A	Previous corresponding period - \$A
1.23 Revenue from sales or services	334,537	345,460
1.24 Interest revenue	1,858	7,458
1.25 Other relevant revenue		
(a) Government grants	60,000	29,366
(b) Other	29,681	19,098
	426,076	401,382
1.26 Details of relevant expenses		
(a) Cost of sales	176,250	125,911
(b) Sales & Marketing	135,512	197,331
(c) Administration	711,088	776,666
(d) Product R&D	82,665	189,003
(e) Less: Capitalised R&D	(70,979)	(40,670)
(f) Depreciation and amortisation	215,874	251,758
	1,250,410	1,499,999
1.27 Depreciation and amortisation excluding amortisation of intangibles (see item 2.3)	32,400	29,999
Capitalised outlays		
1.28 Interest costs capitalised in asset values	-	-
1.29 Outlays capitalised in intangibles (unless arising from an ⁺ acquisition of a business)	70,979	40,670

⁺ See chapter 19 for defined terms.

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Consolidated retained profits

	Current period - \$A	Previous corresponding period - \$A
1.30 Retained profits (accumulated losses) at the beginning of the financial period	(4,194,709)	(2,023,406)
1.31 Net profit (loss) attributable to members (<i>item 1.11</i>)	(646,389)	(735,786)
1.32 Net transfers from (to) reserves (<i>details if material</i>)	-	-
1.33 Net effect of changes in accounting policies	-	-
1.34 Dividends and other equity distributions paid or payable	-	-
1.35 Retained profits (accumulated losses) at end of financial period	(4,841,098)	(2,759,192)

Intangible and extraordinary items

<i>Consolidated - current period</i>				
	Before tax \$A	Related tax \$A	Related outside + equity interests \$A	Amount (after tax) attributable to members \$A
	(a)	(b)	(c)	(d)
2.1 Amortisation of goodwill	4,949	-	1,920	3,029
2.2 Amortisation of other intangibles	180,510	-	90,338	90,172
2.3 Total amortisation of intangibles	185,459	-	92,258	93,201
2.4 Extraordinary items (details)	-	-	-	-
2.5 Total extraordinary items	-	-	-	-

Comparison of half year profits

(Preliminary final report only)

- 3.1 Consolidated profit (loss) from ordinary activities after tax attributable to members reported for the *1st* half year (item 1.22 in the half yearly report)
- 3.2 Consolidated profit (loss) from ordinary activities after tax attributable to members for the *2nd* half year

Current year - \$A	Previous year - \$A
N/A	N/A
N/A	N/A

+ See chapter 19 for defined terms.

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Condensed consolidated statement of financial position		At end of current period \$A	As shown in last annual report \$A	As in last half yearly report \$A
Current assets				
4.1	Cash	109,216	332,943	1,041,396
4.2	Receivables	11,802	28,725	2,951
4.3	Investments	-	-	-
4.4	Inventories	255,649	333,524	487,392
4.5	Tax assets	-	-	-
4.6	Other (provide details if material)	15,133	28,646	13,708
4.7	Total current assets	391,800	723,838	1,545,447
Non-current assets				
4.8	Receivables	-	-	-
4.9	Investments (equity accounted)	-	-	-
4.10	Other investments	-	-	-
4.11	Inventories	-	-	-
4.12	Exploration and evaluation expenditure capitalised (<i>see para 71 of AASB 1022</i>)	-	-	-
4.13	Development properties (+mining entities)	-	-	-
4.14	Other property, plant and equipment (net)	92,485	120,648	148,573
4.15	Intangibles (net)	1,001,999	1,181,931	1,734,202
4.16	Tax assets	-	-	-
4.17	Other (Research & Development)	1,023,280	957,828	1,628,295
4.18	Total non-current assets	2,117,764	2,260,407	3,511,070
4.19	Total assets	2,509,564	2,984,245	5,056,517
Current liabilities				
4.20	Payables	685,240	576,760	533,560
4.21	Interest bearing liabilities	134,140	1,068,969	603,030
4.22	Tax liabilities	-	-	-
4.23	Provisions exc. tax liabilities	53,565	73,376	57,156
4.24	Other (Accrued expenses)	43,616	155,610	40,698
4.25	Total current liabilities	916,561	1,874,715	1,234,444
Non-current liabilities				
4.26	Payables	-	-	-
4.27	Interest bearing liabilities	1,434,219	52,904	70,937
4.28	Tax liabilities	-	-	-
4.29	Provisions exc. tax liabilities	-	-	-
4.30	Other (provide details if material)	-	-	-
4.31	Total non-current liabilities	1,434,219	52,904	70,937

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Condensed consolidated statement of financial position continued

4.32	Total liabilities	2,350,780	1,927,619	1,305,381
4.33	Net assets	158,784	1,056,626	3,751,136
	Equity			
4.34	Capital/contributed equity	6,263,477	6,263,477	6,271,799
4.35	Reserves	-	-	-
4.36	Retained profits (accumulated losses)	(4,841,098)	(4,194,709)	(2,759,192)
4.37	Equity attributable to members of the parent entity	1,422,379	2,068,768	3,512,607
4.38	Outside ⁺ equity interests in controlled entities	(1,263,595)	(1,012,142)	238,529
4.39	Total equity	158,784	1,056,626	3,751,136
4.40	Preference capital included as part of 4.37	-	-	-

Notes to the condensed consolidated statement of financial position

4.21 Interest Bearing Liabilities includes related party amounts of \$1,352,047 (31-12-2001; \$119,075).

Exploration and evaluation expenditure capitalised

(To be completed only by entities with mining interests if amounts are material. Include all expenditure incurred.)

	Current period \$A	Previous corresponding period - \$A
5.1 Opening balance	N/A	N/A
5.2 Expenditure incurred during current period	N/A	N/A
5.3 Expenditure written off during current period	N/A	N/A
5.4 Acquisitions, disposals, revaluation increments, etc.	N/A	N/A
5.5 Expenditure transferred to Development Properties	N/A	N/A
5.6 Closing balance as shown in the consolidated balance sheet (item 4.12)	N/A	N/A

Development properties

(To be completed only by entities with mining interests if amounts are material)

	Current period \$A	Previous corresponding period - \$A
6.1 Opening balance	N/A	N/A
6.2 Expenditure incurred during current period	N/A	N/A

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6.3	Expenditure transferred from exploration and evaluation	N/A	N/A
6.4	Expenditure written off during current period	N/A	N/A
6.5	Acquisitions, disposals, revaluation increments, etc.	N/A	N/A
6.6	Expenditure transferred to mine properties	N/A	N/A
6.7	Closing balance as shown in the consolidated balance sheet (item 4.13)	N/A	N/A

Condensed consolidated statement of cash flows

	Current period \$A	Previous corresponding period \$A
Cash flows related to operating activities		
7.1 Receipts from customers	306,574	417,609
7.2 Payments to suppliers and employees	(991,866)	(1,360,329)
7.3 Dividends received from associates	-	-
7.4 Other dividends received	-	-
7.5 Interest and other items of similar nature received	1,857	24,229
7.6 Interest and other costs of finance paid	(13,557)	(34,292)
7.7 Income taxes paid	-	-
7.8 Other expenses (R&D/GST)	(10,114)	(5,727)
Other revenue (Government grants)	60,000	29,366
7.9 Net operating cash flows	(647,116)	(929,144)
Cash flows related to investing activities		
7.10 Payment for purchases of property, plant and equipment	-	(1,636)
7.11 Proceeds from sale of property, plant and equipment	3,218	-
7.12 Payment for purchases of equity investments	-	-
7.13 Proceeds from sale of equity investments	1	-
7.14 Loans to other entities	-	-
7.15 Loans repaid by other entities	-	-
7.16 Other (Purchase of Intellectual Property)	-	(35,000)
7.17 Net investing cash flows	3,219	(36,636)
Cash flows related to financing activities		
7.18 Proceeds from issues of ⁺ securities (shares, options, etc.)	-	2,476,753
7.19 Proceeds from borrowings	720,170	40,699
7.20 Repayment of borrowings	(300,000)	(369,918)
7.21 Dividends paid	-	-
7.22 Other (equity raising costs)	-	(172,217)

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7.23	Net financing cash flows	420,170	1,975,317
7.24	Net increase (decrease) in cash held	(223,727)	1,009,537
7.25	Cash at beginning of period	338,100	31,098
	<i>(see Reconciliation of cash)</i>		761
7.26	Exchange rate adjustments to item 7.25.	-	-
7.27	Cash at end of period	109,216	1,041,396
	<i>(see Reconciliation of cash)</i>		

Non-cash financing and investing activities

Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows are as follows. *(If an amount is quantified, show comparative amount.)*

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Reconciliation of cash

Reconciliation of cash at the end of the period (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.	Current period \$A	Previous corresponding period - \$A
8.1 Cash on hand and at bank	90,988	465,686
8.2 Deposits at call	-	557,989
8.3 Bank overdraft	-	-
8.4 Other (provide details)	18,228	17,721
8.5 Total cash at end of period <i>(item 7.27)</i>	109,216	1,041,396

Other notes to the condensed financial statements

Ratios	Current period	Previous corresponding period
9.1 Profit before tax / revenue Consolidated profit (loss) from ordinary activities before tax <i>(item 1.5)</i> as a percentage of revenue <i>(item 1.1)</i>	(210.72%)	(287.88%)
9.2 Profit after tax / ⁺ equity interests Consolidated net profit (loss) from ordinary activities after tax attributable to members <i>(item 1.11)</i> as a percentage of equity (similarly attributable) at the end of the period <i>(item 4.37)</i>	(45.44%)	(32.90%)

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Earnings per security (EPS)

10. Details of basic and diluted EPS reported separately in accordance with paragraph 9 and 18 of *AASB 1027: Earnings Per Share* are as follows.

Loss used to calculate EPS: (897,841)

Weighted average number of ordinary shares: 39,494,390

Diluted EPS is not materially different from EPS

NTA backing (see note 7)

- 11.1 Net tangible asset backing per ⁺ordinary security

Current period	Previous corresponding period
(0.02)	0.06

Discontinuing Operations

(Entities must report a description of any significant activities or events relating to discontinuing operations in accordance with paragraph 7.5 (g) of AASB 1029: Interim Financial Reporting, or, the details of discontinuing operations they have disclosed in their accounts in accordance with AASB 1042: Discontinuing Operations (see note 17).)

- 12.1 Discontinuing Operations

N/A

Control gained over entities having material effect

- 13.1 Name of entity (or group of entities)

NONE

- 13.2 Consolidated profit (loss) from ordinary activities and extraordinary items after tax of the controlled entity (or group of entities) since the date in the current period on which control was ⁺acquired

\$

- 13.3 Date from which such profit has been calculated

- 13.4 Profit (loss) from ordinary activities and extraordinary items after tax of the controlled entity (or group of entities) for the whole of the previous corresponding period

\$

⁺ See chapter 19 for defined terms.

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Loss of control of entities having material effect

14.1	Name of entity (or group of entities)	NONE
14.2	Consolidated profit (loss) from ordinary activities and extraordinary items after tax of the controlled entity (or group of entities) for the current period to the date of loss of control	\$
14.3	Date to which the profit (loss) in item 14.2 has been calculated	
14.4	Consolidated profit (loss) from ordinary activities and extraordinary items after tax of the controlled entity (or group of entities) while controlled during the whole of the previous corresponding period	\$
14.5	Contribution to consolidated profit (loss) from ordinary activities and extraordinary items from sale of interest leading to loss of control	\$

Dividends (in the case of a trust, distributions)

15.1	Date the dividend (distribution) is payable	N/A
15.2	+Record date to determine entitlements to the dividend (distribution) (ie, on the basis of proper instruments of transfer received by 5.00 pm if +securities are not +CHESS approved, or security holding balances established by 5.00 pm or such later time permitted by SCH Business Rules if +securities are +CHESS approved)	
15.3	If it is a final dividend, has it been declared? (Preliminary final report only)	

Amount per security

		Amount per security	Franked amount per security at % tax (see note 4)	Amount per security of foreign source dividend
15.4	(Preliminary final report only) Final dividend: Current year	N/A ¢	N/A ¢	N/A ¢
15.5	Previous year	N/A ¢	N/A ¢	N/A ¢
15.6	(Half yearly and preliminary final reports) Interim dividend: Current year	N/A ¢	N/A ¢	N/A ¢
15.7	Previous year	N/A ¢	N/A ¢	N/A ¢

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Total dividend (distribution) per security (interim *plus* final)
(Preliminary final report only)

	Current year	Previous year
15.8 ⁺ Ordinary securities	N/A [¢]	N/A [¢]
15.9 Preference ⁻ securities	N/A [¢]	N/A [¢]

Half yearly report - interim dividend (distribution) on all securities *or*
Preliminary final report - final dividend (distribution) on all securities

	Current period \$A	Previous corresponding period - \$A
15.10 ⁺ Ordinary securities (<i>each class separately</i>)	N/A	N/A
15.11 Preference ⁺ securities (<i>each class separately</i>)	N/A	N/A
15.12 Other equity instruments (<i>each class separately</i>)	N/A	N/A
15.13 Total	N/A	N/A

The ⁺dividend or distribution plans shown below are in operation.

The last date(s) for receipt of election notices for the
⁺dividend or distribution plans

Any other disclosures in relation to dividends (distributions). (*For half yearly reports, provide details in accordance with paragraph 7.5(d) of AASB 1029 Interim Financial Reporting*)

Details of aggregate share of profits (losses) of associates and joint venture entities

Group's share of associates' and joint venture entities ⁺ :	Current period \$A	Previous corresponding period - \$A
16.1 Profit (loss) from ordinary activities before tax	N/A	N/A
16.2 Income tax on ordinary activities	N/A	N/A
16.3 Profit (loss) from ordinary activities after tax	N/A	N/A
16.4 Extraordinary items net of tax	N/A	N/A

⁺ See chapter 19 for defined terms.

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16.5 Net profit (loss)	N/A	N/A
16.6 Adjustments	N/A	N/A
16.7 Share of net profit (loss) of associates and joint venture entities	N/A	N/A

Material interests in entities which are not controlled entities

The economic entity has an interest (that is material to it) in the following entities. *(If the interest was acquired or disposed of during either the current or previous corresponding period, indicate date of acquisition ("from dd/mm/yy") or disposal ("to dd/mm/yy").)*

Name of entity	Percentage of ownership interest held at end of period or date of disposal		Contribution to net profit (loss) (item 1.9)	
	Current period	Previous corresponding period	Current period \$A	Previous corresponding period - \$A
17.1 Equity accounted associates and joint venture entities				
17.2 Total	N/A	N/A	N/A	N/A
17.3 Other material interests	N/A	N/A	N/A	N/A
	N/A	N/A	N/A	N/A
17.4 Total	N/A	N/A	N/A	N/A

+ See chapter 19 for defined terms.

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Issued and quoted securities at end of current period

(Description must include rate of interest and any redemption or conversion rights together with prices and dates)

Category of ⁺ securities	Total number	Number quoted	Issue price per security (see note 14) (cents)	Amount paid up per security (see note 14) (cents)
18.1 Preference ⁺securities <i>(description)</i>	-	-	-	-
18.2 Changes during current period (a) Increases through issues (b) Decreases through returns of capital, buybacks, redemptions	-	-	-	-
18.3 ⁺Ordinary securities	39,903,731	39,903,731	-	-
18.4 Changes during current period (a) Increases through allotments (b) Decreases through returns of capital, buybacks	500,000 -	500,000 -	- -	- -
18.5 ⁺Convertible debt securities <i>(description and conversion factor)</i>	-	-	-	-
18.6 Changes during current period (a) Increases through issues (b) Decreases through securities matured, converted	-	-	-	-
18.7 Options <i>(description and conversion factor)</i>			<i>Exercise price</i>	<i>Expiry date (if any)</i>
18.8 Issued during current period	-	-	-	-
18.9 Exercised during current period	-	-	-	-
18.10 Expired during current period Listed options NIL	2,777,349	2,777,349	0.80	16/12/02
18.11 Debentures <i>(description)</i>	-	-	-	-
18.12 Changes during current period (a) Increases through issues (b) Decreases through securities matured, converted	-	-	-	-

⁺ See chapter 19 for defined terms.

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18.13	Unsecured notes	-	-	-	-
	<i>(description)</i>				
18.14	Changes during current period				
	(a) Increases through issues				
	(b) Decreases through securities matured, converted				

Segment reporting

(Information on the business and geographical segments of the entity must be reported for the current period in accordance with *AASB 1005: Segment Reporting* and for half year reports, *AASB 1029: Interim Financial Reporting*. Because entities employ different structures a pro forma cannot be provided. Segment information in the layout employed in the entity's ⁺accounts should be reported separately and attached to this report.) Refer Appendix A.

Comments by directors

(Comments on the following matters are required by ASX or, in relation to the half yearly report, by *AASB 1029: Interim Financial Reporting*. The comments do not take the place of the directors' report and statement (as required by the Corporations Act) and may be incorporated into the directors' report and statement. For both half yearly and preliminary final reports, if there are no comments in a section, state NIL. If there is insufficient space to comment, attach notes to this report.)

Basis of financial report preparation

19.1 *If this report is a half yearly report, it is a general purpose financial report prepared in accordance with the listing rules and AASB 1029: Interim Financial Reporting. It should be read in conjunction with the last ⁺annual report and any announcements to the market made by the entity during the period. The financial statements in this report are "condensed financial statements" as defined in AASB 1029: Interim Financial Reporting. This report does not include all the notes of the type normally included in an annual financial report. [Delete if preliminary final report.]*

The consolidated entity has incurred a net loss attributable to members of \$646,389 during the half year ended 31 December 2002 and has a deficiency in net current assets of \$524,761, of which \$427,083 is represented by amounts owed to related parties. Notwithstanding this, the interim financial report is prepared on the going concern basis. Revenues from sales of the CPR-Ezy product through TechStar Limited's controlled entity Medteq Innovations Pty Ltd and the commencement of sales of SportzWhistle and IronBar products through the controlled entities SportzWhistle Pty Ltd and IronBar Pty Ltd respectively, are expected during the next twelve months sufficient to offset operating expenditure of the consolidated entity and to fund additional commercialisation of the entities products. The consolidated entity has the ability to raise additional funds through the partial or total sale of one or more investments and through the continued support of related parties.

However, should the anticipated sales of the CPR-Ezy device not generate sufficient revenue and cashflows as expected and alternative methods of raising funds not be found, the consolidated entity may not be able to pay its debts as and when they fall due and may be required to realise assets and extinguish liabilities other than in the normal course of business and at amounts different from those stated in the financial statements.

19.2 Material factors affecting the revenues and expenses of the economic entity for the current period. In a half yearly report, provide explanatory comments about any seasonal or irregular factors affecting operations.

Refer Directors' report attached

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- 19.3 A description of each event since the end of the current period which has had a material effect and which is not already reported elsewhere in this Appendix or in attachments, with financial effect quantified (if possible).

NONE

- 19.4 Franking credits available and prospects for paying fully or partly franked dividends for at least the next year.

NONE

- 19.5 Unless disclosed below, the accounting policies, estimation methods and measurement bases used in this report are the same as those used in the last annual report. Any changes in accounting policies, estimation methods and measurement bases since the last annual report are disclosed as follows. (Disclose changes and differences in the half yearly report in accordance with *AASB 1029: Interim Financial Reporting*. Disclose changes in accounting policies in the preliminary final report in accordance with *AASB 1001: Accounting Policies-Disclosure*).

The consolidated entity has adopted the new accounting Standard AASB 1044 "Provisions, Contingent Liabilities and Contingent Assets". There are no provisions, contingent assets or contingent liabilities required to be restated.

- 19.6 Revisions in estimates of amounts reported in previous interim periods. For half yearly reports the nature and amount of revisions in estimates of amounts reported in previous +annual reports if those revisions have a material effect in this half year.

NONE

- 19.7 Changes in contingent liabilities or assets. For half yearly reports, changes in contingent liabilities and contingent assets since the last + annual report.

NONE

+ See chapter 19 for defined terms.

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Additional disclosure for trusts

- 20.1 Number of units held by the management company or responsible entity or their related parties.

NONE

- 20.2 A statement of the fees and commissions payable to the management company or responsible entity.

Identify:

- initial service charges
- management fees
- other fees

NONE

Annual meeting

(Preliminary final report only)

The annual meeting will be held as follows:

Place

N/A

Date

N/A

Time

N/A

Approximate date the ⁺annual report will be available

N/A

Compliance statement

- 1 This report has been prepared in accordance with AASB Standards, other AASB authoritative pronouncements and Urgent Issues Group Consensus Views or other standards acceptable to ASX (see note 12).

Identify other standards used

- 2 This report, and the ⁺accounts upon which the report is based (if separate), use the same accounting policies.

- 3 This report does give a true and fair view of the matters disclosed (see note 2).

⁺ See chapter 19 for defined terms.

Appendix 4B
Half yearly/preliminary final report

- 4 This report is based on ⁺accounts to which one of the following applies.
(Tick one)
- | | | | |
|--------------------------|---|-------------------------------------|---|
| ☐ | The ⁺ accounts have been audited. | ☒ | The ⁺ accounts have been subject to review. |
| ☐ | The ⁺ accounts are in the process of being audited or subject to review. | ☐ | The ⁺ accounts have <i>not</i> yet been audited or reviewed. |
- 5 The audit report or review by the auditor is attached, details of any qualifications are attached.
- 6 The entity has a formally constituted audit committee.

Sign here:


.....
Company Secretary

Date: 14 MARCH 2003

Print name: Karl Tack

⁺ See chapter 19 for defined terms.

Notes

1. **For announcement to the market** The percentage changes referred to in this section are the percentage changes calculated by comparing the current period's figures with those for the previous corresponding period. Do not show percentage changes if the change is from profit to loss or loss to profit, but still show whether the change was up or down. If changes in accounting policies or procedures have had a material effect on reported figures, do not show either directional or percentage changes in profits. Explain the reason for the omissions in the note at the end of the announcement section. Entities are encouraged to attach notes or fuller explanations of any significant changes to any of the items in page 1. The area at the end of the announcement section can be used to provide a cross reference to any such attachment.
2. **True and fair view** If this report does not give a true and fair view of a matter (for example, because compliance with an Accounting Standard is required) the entity must attach a note providing additional information and explanations to give a true and fair view.
3. **Condensed consolidated statement of financial performance**
 - Item 1.1 The definition of "revenue" and an explanation of "ordinary activities" are set out in *AASB 1004: Revenue*, and *AASB 1018: Statement of Financial Performance*.
 - Item 1.6 This item refers to the total tax attributable to the amount shown in item 1.5. Tax includes income tax and capital gains tax (if any) but excludes taxes treated as expenses from ordinary activities (eg, fringe benefits tax).
4. **Income tax** If the amount provided for income tax in this report differs (or would differ but for compensatory items) by more than 15% from the amount of income tax *prima facie* payable on the profit before tax, the entity must explain in a note the major items responsible for the difference and their amounts. The rate of tax applicable to the franking amount per dividend should be inserted in the heading for the column "Franked amount per security at % tax" for items 15.4 to 15.7.
5. **Condensed consolidated statement of financial position**

Format The format of the consolidated statement of financial position should be followed as closely as possible. However, additional items may be added if greater clarity of exposition will be achieved, provided the disclosure still meets the requirements of *AASB 1029: Interim Financial Reporting*, and *AASB 1040: Statement of Financial Position*. Also, banking institutions, trusts and financial institutions may substitute a clear liquidity ranking for the Current/Non-Current classification.

Basis of revaluation If there has been a material revaluation of non-current assets (including investments) since the last annual report, the entity must describe the basis of revaluation adopted. The description must meet the requirements of *AASB 1010: Accounting for the Revaluation of Non-Current Assets*. If the entity has adopted a procedure of regular revaluation, the basis for which has been disclosed and has not changed, no additional disclosure is required.
6. **Condensed consolidated statement of cash flows** For definitions of "cash" and other terms used in this report see *AASB 1026: Statement of Cash Flows*. Entities should follow the form as closely as possible, but variations are permitted if the directors (in the case of a trust, the

+ See chapter 19 for defined terms.

Appendix 4B
Half yearly/preliminary final report

management company) believe that this presentation is inappropriate. However, the presentation adopted must meet the requirements of *AASB 1026*. ⁺Mining exploration entities may use the form of cash flow statement in Appendix 5B.

7. **Net tangible asset backing** Net tangible assets are determined by deducting from total tangible assets all claims on those assets ranking ahead of the ⁺ordinary securities (ie, all liabilities, preference shares, outside ⁺equity interests etc). ⁺Mining entities are *not* required to state a net tangible asset backing per ⁺ordinary security.
8. **Gain and loss of control over entities** The gain or loss must be disclosed if it has a material effect on the ⁺accounts. Details must include the contribution for each gain or loss that increased or decreased the entity's consolidated profit (loss) from ordinary activities and extraordinary items after tax by more than 5% compared to the previous corresponding period.
9. **Rounding of figures** This report anticipates that the information required is given to the nearest \$1,000. If an entity reports exact figures, the \$A headings must be amended. If an entity qualifies under ASIC Class Order 98/0100 dated 10 July 1998, it may report to the nearest million dollars, or to the nearest \$100,000, and the \$A headings must be amended.
10. **Comparative figures** Comparative figures are to be presented in accordance with *AASB 1018* or *AASB 1029 Interim Financial Reporting* as appropriate and are the unadjusted figures from the latest annual or half year report as appropriate. However, if an adjustment has been made in accordance with an accounting standard or other reason or if there is a lack of comparability, a note explaining the position should be attached. For the statement of financial performance, *AASB 1029 Interim Financial Reporting* requires information on a year to date basis in addition to the current interim period. Normally an Appendix 4B to which *AASB 1029 Interim Financial Reporting* applies would be for the half year and consequently the information in the current period is also the year to date. If an Appendix 4B Half yearly version is produced for an additional interim period (eg because of a change of reporting period), the entity must provide the year to date information and comparatives required by *AASB 1029 Interim Financial Reporting*. This should be in the form of a multi-column version of the consolidated statement of financial performance as an attachment to the additional Appendix 4B.
11. **Additional information** An entity may disclose additional information about any matter, and must do so if the information is material to an understanding of the reports. The information may be an expansion of the material contained in this report, or contained in a note attached to the report. The requirement under the listing rules for an entity to complete this report does not prevent the entity issuing reports more frequently. Additional material lodged with the ⁺ASIC under the Corporations Act must also be given to ASX. For example, a director's report and declaration, if lodged with the ⁺ASIC, must be given to ASX.
12. **Accounting Standards** ASX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if one exists) must be complied with.
13. **Corporations Act financial statements** This report may be able to be used by an entity required to comply with the Corporations Act as part of its half-year financial statements if prepared in accordance with Australian Accounting Standards.
14. **Issued and quoted securities** The issue price and amount paid up is not required in items 18.1 and 18.3 for fully paid securities.

⁺ See chapter 19 for defined terms.

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- 15 **Details of expenses** *AASB 1018* requires disclosure of expenses from ordinary activities according to either their nature or function. For foreign entities, there are similar requirements in other accounting standards accepted by ASX. *AASB ED 105* clarifies that the disclosures required by *AASB 1018* must be either *all* according to nature or *all* according to function. Entities must disclose details of expenses using the layout (by nature or function) employed in their ⁺accounts.

The information in lines 1.23 to 1.27 may be provided in an attachment to Appendix 4B.

Relevant Items *AASB 1018* requires the separate disclosure of specific revenues and expenses which are not extraordinary but which are of a size, nature or incidence that disclosure is *relevant* in explaining the financial performance of the reporting entity. The term "relevance" is defined in *AASB 1018*. There is an equivalent requirement in *AASB 1029: Interim Financial Reporting*. For foreign entities, there are similar requirements in other accounting standards accepted by ASX.

- 16 **Dollars** If reporting is not in A\$, all references to \$A must be changed to the reporting currency. If reporting is not in thousands of dollars, all references to "000" must be changed to the reporting value.

17. **Discontinuing operations**

Half yearly report

All entities must provide the information required in paragraph 12 for half years beginning on or after 1 July 2001.

Preliminary final report

Entities must either provide a description of any significant activities or events relating to discontinuing operations equivalent to that required by paragraph 7.5 (g) of *AASB 1029: Interim Financial Reporting*, or, the details of discontinuing operations they are required to disclose in their ⁺accounts in accordance with *AASB 1042 Discontinuing Operations*.

In any case the information may be provided as an attachment to this Appendix 4B.

18. **Format**

This form is a Word document but an entity can re-format the document into Excel or similar applications for submission to the Companies Announcements Office in ASX.

⁺ See chapter 19 for defined terms.

TECHSTAR LIMITED - APPENDIX A

SEGMENT INFORMATION

Business segments	CPR Ezy	Reo-mate	Sportz/Whistle	Seamont Security Card	Other	Eliminations	Consolidated
Operating revenue	31/12/02	31/12/02	31/12/02	31/12/02	31/12/02	31/12/02	31/12/02
Sales to customers outside the economic entity	334,537	-	-	-	-	-	334,537
Other Revenues from customers outside the economic entity	61,182	-	-	14,782	28,323	-	85,605
Inter-Segment Revenue	-	-	-	-	-	-	-
Total segment revenue	995,719	379,203	-	14,782	28,323	-	345,460
Unallocated revenue	-	-	-	-	-	-	55,922
Total consolidated revenue	-	-	-	-	-	-	-
Results	-	-	-	-	-	-	-
Segment Result	(248,885)	(230,053)	(11,467)	(16,346)	(28,337)	(6,015)	(674,688)
Unallocated expenses	-	-	-	-	-	-	(1,096,550)
Consolidated entity/losses from ordinary activities	-	-	-	-	-	-	(58,932)
	-	-	-	-	-	-	(1,155,482)

TECHSTAR LIMITED—HALF-YEAR REPORT

TECHSTAR LIMITED**Directors' Declaration****31 December 2002**

In accordance with a resolution of the directors of TechStar Limited, we state that:

In the opinion of the directors:

- (a) the interim financial statements and notes of the consolidated entity;
 - (i) give a true and fair view of the financial position as at 31 December 2002 and the performance for the half-year ended on that date of the consolidated entity; and
 - (ii) comply with Accounting Standard AASB 1029: Half-year Accounts and Consolidated Accounts and the Corporations Regulations 2001; and
- (b) there are reasonable grounds to believe that the consolidated entity will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors.



.....
B. Jones

Director

Brisbane

14 March 2003

TECHSTAR LIMITED—HALF-YEAR REPORT

DIRECTORS' REPORT

Your directors present their report for the half-year ended 31 December 2002.

DIRECTORS

The following persons hold office as directors of TechStar Limited at the date of this report -

Mr John Boyd Reid - Chairman

Mr Brian Peter Jones

Mr John W Laurie

Mr Antony Hammer

All directors shown were in office from the company's last annual report at 30 June 2002 until the date of this report, except where otherwise indicated.

REVIEW AND RESULTS OF OPERATIONS***Operating Revenue***

Total revenue for the economic entity for the half-year was \$426,076.

Operating Loss

Operating loss after tax for the economic entity for the half-year was \$897,841.

Review of Operations

The consolidated entity is currently bringing three inventions to market, with one invention under exclusive review.

The three products to market are CPREzy, SportzWhistle and Reomate with the Seamount Security Card (Centurion) under review by a London based IT group.

CPREzy

The refocusing and retargeting of CPREzy marketing and sales emphasis continues with increased international product recognition and sales, with further reviews being undertaken for the local market.

Continued performance and increased sales are expected to continue for the remainder of the 2003 financial year.

SportzWhistle

SportzWhistle has now reached the initial production stage, with samples provided to potential international distributors for discussions on market potential.

TECHSTAR LIMITED—HALF-YEAR REPORT

The review of the home and personal alarm market for the new transducer housing was completed, with product prototypes under consideration in SportzWhistle Pty Ltd.

It is still expected that SportzWhistle will be in production in the 2003 financial year.

Reomate

The Reomate, which automatically ties reinforcing rods together during the construction process, has progressed with further field testing, allowing final design changes to be completed.

The Reoties have also had further development with the first production cartridges and collations used in field testings.

It is expected that both Reomate and Reotie will be marketed to potential customers in April-May 2003.

Seamont Security Card

The Seamont "Centurion" security card for software protection remains on hold at TechStar, with an exclusive 6-month agreement in place with a London based company undertaking further development/review of the product.

Should this review be successful discussions will commence regarding the future development of the Centurion product.

Signed in accordance with a resolution of the directors.



B. Jones

Director

Brisbane

14 March 2003



INDEPENDENT REVIEW REPORT

To the members of TechStar Limited

1 Eagle Street
Brisbane QLD 4000
Australia

Tel 61 7 3011 3333
Fax 61 7 3011 3100
DX 165 Brisbane

PO Box 7378
Waterfront Place
Brisbane QLD 4001

Scope

We have reviewed the financial report of TechStar Limited in the form of Appendix 4B of the Australian Stock Exchange (ASX) Listing Rules, as set out on pages 1 to 21 and the Directors' Declaration for the half-year ended 31 December 2002, but excluding the following sections:

- (a) material factors affect the revenues and expenses of the economic entity for the current period (pages 14 to 15 of the Appendix 4B); and
- (b) compliance statement (pages 16 to 17 of the Appendix 4B).

The financial report includes the consolidated financial statements of the consolidated entity comprising Techstar Limited and the entities it controlled at the end of the half-year or from time to time during the half-year. The disclosing entity's directors are responsible for the financial report. We have performed an independent review of the financial report in order to state whether, on the basis of the procedures described, anything has come to our attention that would indicate that the financial report is not presented fairly in accordance with Accounting Standard AASB 1029 "Interim Financial Reporting" and other mandatory professional reporting requirements in Australia, statutory requirements and ASX Listing Rules as they relate to Appendix 4B, and in order for the company to lodge the financial report with the Australian Securities and Investments Commission and the ASX.

Our review has been conducted in accordance with Australian Auditing Standards applicable to review engagements. Our review was limited primarily to inquiries of the entity's personnel and analytical review procedures applied to financial data. These procedures do not provide all the evidence that would be required in an audit, thus the level of assurance provided is less than that given in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Qualification

As noted in Note 1 of the Appendix 4B, the ability of the consolidated entity to pay its debts as and when they fall due is dependant on the consolidated entity generating sufficient income to cover costs and the ability to raise further funding through the partial sale of one or more of its investments. However, should the anticipated sales of these products not generate sufficient revenue and cashflows as expected and alternative methods of raising funds are not found, the consolidated entity will not be able to continue as a going concern. Accordingly we have not been able to examine evidence to support the company's ability to continue as a going concern. If the entity is unable to continue as a going concern it may be required to realise assets and extinguish liabilities other than in the normal course of business and at amounts different from those stated in the financial statements. The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts, or to the amounts and classification of liabilities that might be necessary should the company and consolidated entity not continue as going concerns.

Qualified Review Statement

As a result of our review, except for the effects, if any of the scope limitation on the half year report of the matter referred to in the qualification paragraph, we have not become aware of any matter that makes us believe that the half-year financial report, as defined in the scope section, of TechStar Limited is not in accordance with:

- a) the Corporations Act 2001, including:
 - (i) giving a true and fair view of the consolidated entity's financial position as at 31 December 2002 and of its performance for the half-year ended on that date; and
 - (ii) complying with Accounting Standard AASB 1029 "Interim Financial Reporting", and the Corporations Regulations 2001; and
- b) other mandatory professional reporting requirements in Australia and ASX Listing Rules as they relate to Appendix 4B.

Ernst & Young

G M Browning

Brisbane

Date: 14 March, 2003