



ASTRA CAPITAL LIMITED

ABN 16 000 690 308

Appendix 4E

Preliminary Final Report
Period ending 30 June 2010

“Results for announcement to the market”.

The following information is given to the ASX under listing rule 4.3A.

1.	Details of the reporting period and the previous corresponding period.	Period ending 30 June 2010 (corresponding period 30 June 2009)
	<i>Key information in relation to the following.</i>	
2.1	The amount and percentage change up or down from the previous corresponding period of revenue from ordinary activities	Decrease \$249,328 (Down 21.60%) from \$1,154,120 to \$904,792.
2.2	The amount and percentage change up or down from the previous corresponding period of profit/(loss) from ordinary activities after tax attributable to members	Decrease loss \$602,739 (Down 99.07%) from loss of \$608,422 to loss of \$5,683.
2.3	The amount and percentage change up or down from the previous corresponding period of net profit (loss) for the period attributable to members	Decrease loss \$602,739 (Down 99.07%) from loss of \$608,422 to loss of \$5,683.
2.4	The amount per security and franked amount per security of final and interim dividends or a statement that it is not proposed to pay dividends	It is not proposed to pay dividends.
2.5	The record date for determining entitlements to the dividends (if any)	N/A
2.6	A brief explanation of any of the figures in 2.1 to 2.4 necessary to enable the figures to be understood	The consolidated loss for the financial year ended 30 June 2010, after allowing for income tax was \$5,683 (2009: loss of \$608,422). The BilltoBill business operations were transferred to Oncard International Ltd effective 1 July 2009.
3.	A statement of financial performance together with notes to the statement, prepared in compliance with AASB 101 or the equivalent foreign accounting standard	See Statement of Comprehensive Income and accompanying Notes

4.	A statement of financial position together with notes to the statement. The statement of financial position may be condensed but must report as line items each significant class of asset, liability, and equity element with appropriate sub-totals	See Statement of Financial Position and accompanying Notes
5.	A statement of cash flows together with notes to the statement. The statement of cash flows may be condensed but must report as line items each significant form of cash flow and comply with the disclosure requirements of AASB 108 Statement of Cash Flows, or for foreign entities, the equivalent foreign accounting standard	See Statement of Cash Flows
6.	Details of individual and total dividends or distributions and dividend or distribution payments. The details must include the date on which each dividend or distribution is payable and (if known) the amount per security of foreign sourced dividend or distribution	N/A
7.	Details of any dividend or distribution reinvestment plans in operation and the last date for the receipt of an election notice for participation in any dividend or distribution reinvestment plan	N/A
8.	A statement of retained earnings showing movements	See Statement of Changes in Equity
9.	Net tangible assets per security with the comparative figure for the previous corresponding period	163 cents (2009: 160 cents)
10.	Details of entities over which control has been gained or lost during the period, including the following	
10.1	Name of the entity	N/A
10.2	The date of the gain or loss of control	N/A
10.3	Where material to an understanding of the report – the contribution of such entities to the reporting entity's profit from ordinary activities during the period and the profit or loss of such entities during the whole of the previous corresponding period	N/A
11.	Details of associates and joint venture entities including the following	
11.1	Name of the associate or joint venture entity	Oncard International Limited (ONC)
11.2	Details of the reporting entity's percentage holding in each of these entities	29.47%
11.3	Where material to an understanding of the report - aggregate share of profits (losses) of these entities, details of contributions to net profit for each of these entities, and with comparative figures for each of these disclosures for the previous corresponding period	Profit of \$573,487 equity accounted (2009: \$1,211,148).

12.	Any other significant information needed by an investor to make an informed assessment of the entity's financial performance and financial position	Refer to Statement of Significant Accounting Policies Notes to the Financial Statements regarding going concern.
13.	For foreign entities, which set of accounting standards is used in compiling the report (e.g. International Accounting Standards)	Australian Equivalents to International Financial Reporting Standards
14.	A commentary on the results for the period. The commentary must be sufficient for the user to be able to compare the information presented with equivalent information for previous periods. The commentary must include any significant information needed by an investor to make an informed assessment of the entity's activities and results, which would include but not be limited to discussion of the following	The principal activities of the Company during the financial year were: <ul style="list-style-type: none"> A) Investment in Oncard International Limited B) Investment in Taylor Rail Australia Pty Ltd via a convertible note C) Cash on hand
14.1	The earnings per security and the nature of any dilution aspects	Earnings Per Share from continuing operations: loss of 0.00 cents (2009: gain of 0.03 cents) & Dilutive earnings per unit: loss of 0.00 cents (2009: gain of 0.03 cents)
14.2	Returns to shareholders including distributions and buy backs	None
14.3	Significant features of operating performance	Refer to item 14 above
14.4	The results of segments that are significant to an understanding of the business as a whole	The company has an investment in one business: <ul style="list-style-type: none"> 1) Oncard International (29.47% owned) : a publically listed loyalty, reward and processing company ASX:ONC operating throughout Australasia
14.5	A discussion of trends in performance	Refer to item 14 above.
14.6	Any other factors which have affected the results in the period or which are likely to affect results in the future, including those where the effect could not be quantified	None
15.	A statement as to whether the report is based on accounts which have been audited or subject to review, are in the process of being audited or reviewed, or have not yet been audited or reviewed	The report is based upon accounts which are in the process of being audited for the financial year ended 30 June 2010.
16.	If the accounts have not yet been audited or subject to review and are likely to be subject to dispute or qualification, a description of the likely dispute or qualification	N/A
17.	If the accounts have been audited or subject to review and are subject to dispute or qualification, a description of the dispute or qualification	N/A
18.	Extraordinary General Meeting	The 2010 Extraordinary General Meeting will be held on Thursday 23 September 2010.
19.	Annual General Meeting	The 2010 Annual General Meeting will be held on Thursday 18 November 2010.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities



ABN 16 000 690 308

**ANNUAL FINANCIAL REPORT
FOR THE YEAR ENDED 30 JUNE 2010**

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

CORPORATE DIRECTORY

Directors

Clive Hooke (Chairman)
Dean Matthews (Managing Director)
Stephen Lucas
Gregory Rooke

Secretary

Mark Licciardo
Mertons Corporate Services Pty Ltd
Level 6, 350 Collins Street
Melbourne Vic 3000

Registered Office

C/o Mertons Corporate Services Pty Ltd
Level 6, 350 Collins Street
Melbourne Vic 3000

Stock Exchange

Australia Securities Exchange Limited (ASX)
Level 45, 525 Collins St
Melbourne Vic 3000

ASX Code: AKR (fully paid ordinary shares)

Auditor

BDO Audit (NSW-VIC) Pty Ltd
Level 30, 525 Collins Street
Melbourne Vic 3000

Accountant / Taxation Advisor

HansonPorterCurzon Pty Ltd
Level 6, 350 Collins Street
Melbourne Vic 3000

Bankers

National Australia Bank Limited
Level 3, 330 Collins Street
Melbourne Vic 3000

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Website

www.astracapital.com.au

Share Registry

Computershare Investor Services Pty Ltd
Yarra Falls
452 Johnson Street
Abbotsford Vic 3067

Telephone: (outside Australia) + (61 3) 9415 4000
Investor Queries: (within Australia) 1300 850 505

www.computershare.com.au

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

SUMMARY SECTION

FINANCIAL SUMMARY

- Full year loss of \$5,683, down 99% on previous financial year loss of \$608,422.
- Cash reserves stand at \$14.9 million.

INVESTMENT SUMMARY

- Oncard International Limited's revenue up 30%, profit down 53%.
- Strategic capital funding in Taylor Rail Australia Pty Ltd effective 30 April 2009 with an option to convert to majority 51% equity position.

KEY ACTIVITIES

- Successfully divestment of BilltoBill into Oncard International Limited to merge and consolidate the combined China payments capabilities.

OUTLOOK

- Astra Capital has sound foundations for future strategic investments.
 - Astra Capital expects to deliver its inaugural profit in FY2011.
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ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

LETTER FROM THE CHAIRMAN AND MANAGING DIRECTOR

Dear Fellow Shareholder,

Your Board is pleased to present the Astra Capital Limited (ASTRA) annual report for 2009/2010. The year in review has seen a substantial restructuring of the Company and repositioning of its strategic investment focus.

For the year ending 30 June 2010, ASTRA reported a group net loss of \$5,683, an improvement of 99.07% on the previous years loss of \$608,422. Cash reserves remain at \$14.9m.

INVESTMENT SUMMARY AND KEY ACTIVITIES

- Completed the divestment of BilltoBill to Oncard International Limited (ASX:ONC) to merge with its BAPCO China operations. The combined China payments capabilities forming Oncard Payments China. In consideration of the transaction, Oncard issued 5,800,000 shares to Astra in return for 100% interest in BilltoBill.
- During the period, the Company completed the incubation of the Taylor Rail Australia Pty Ltd investment and its strategic review of the rail infrastructure sector in Australia. ASTRA also facilitated the start-up of Rail Design and Survey Australia Pty Ltd, a highly specialised rail infrastructure design consultancy firm; a joint venture between Taylor Rail Australia (51%) and Bowdens Group (49%), creating one of Australia leading rail design teams.

KEY EVENTS SUBSEQUENT

- To the period ending 30 June 2010 the Company has contemplated a number of restructure options aimed at maximising Shareholder value and future investment returns. Subsequent to the 30 June close, and in accordance with the rail industry focus the Company has:
 - Announced an extraordinary general meeting to be held on 23 September 2010, where Shareholders have been asked to approve the return of the Oncard International Limited (ASX:ONC) assets held by the Company, to Astra shareholders delivering approximately 2.49 ONC shares per Astra unit share holding, or an effective capital distribution (assuming at \$0.10 per ONC share) of \$0.249 per Astra unit share holding.
 - Also at the same extra-ordinary general meeting, Shareholders have been asked to approve the termination of the Investment Management Agreement with Collins Business Asset Management Pty Ltd, a company wholly owned by Taverners Group.

The 2009/2010 financial year is one of considerable restructure of the Company in order to focus its strategic and investment energies into the rail industry sector. Your Directors are highly supportive of the ASTRA's future direction and the opportunity it represents for Shareholders.



Clive Hooke
Chairman of the Board



Dean Matthews
Managing Director

31 August 2010

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

DIRECTORS' REPORT

Your Directors submit their report on the consolidated entity (referred to hereafter as either 'ASTRA', the 'Company' or the 'consolidated entity') consisting of Astra Capital Limited and the entities it controlled at the end of, or during, the year ended 30 June 2010.

DIRECTORS

The names and details of the consolidated entity's Directors in office during the financial year and until the date of this report are as follows. Directors were in office for this entire period unless otherwise stated.

Clive Hooke (Independent Non-executive Chairman) – Appointed 30 November 2007

Dean Matthews (Managing Director) – Appointed 30 November 2007

Stephen Lucas (Independent Non-executive Director) – Appointed 01 June 2001

Gregory Rooke (Independent Non-executive Director) – Appointed 30 November 2007

Names, qualifications, experience and special responsibilities of the current Directors:

- **Clive Hooke, FCPA, FACID** (Non-executive Chairman)
Clive Hooke is Chairman and an independent director of ASTRA. He has extensive experience as a senior executive and business and financial consultant. He was CFO of National Foods Ltd from 1997 until his retirement in 2004. Previously, he had served as Chief Executive of the TAB of Victoria from 1993 until its acquisition and listing as Tabcorp Ltd in 1994, and as Finance and Strategy Director of Elders Agri Business Group (part of Fosters Group Ltd) between 1982 and 1992. Mr Hooke is currently a Director and Chairman of the Audit Committee of Goodman Fielder Ltd, Australasia's leading listed food company. Mr Hooke is a former Chairman of Big Brothers – Big Sisters Australia Ltd, a not for profit organisation. Mr Hooke is Chairman of ASTRA's Investment Committee and a member of the Audit & Risk and Remuneration Committees.
- **Dean Matthews, BCompSc, GradDipMgt, AMP, GAICD** (Managing Director and CEO)
Dean Matthews is Chief Executive Officer of Astra Capital Limited and provides considerable cross-border executive experience to ASTRA, having spent more than 20 years in the healthcare, retail, financial services, supply chain and toll road sectors, focusing on strategic business transformation. Before joining Astra Capital, Mr Matthews held senior executive roles at Taverners Group, Transurban Group, Linfox Group, and MLC/Lend Lease. Mr Matthews is a non-executive Director of Oncard International Limited, and Director of Taylor Rail Australia Pty Ltd.
- **Stephen Lucas, LLB. (Hons), MAICD** (Non-executive Director)
Stephen Lucas is a commercial lawyer based in Melbourne with significant corporate advisory experience. Mr Lucas was Chairman of the Company from December 2002 until November 2007 and has remained as a Non-Executive Director of ASTRA since that time. Mr Lucas is the Chairman of ASTRA's Audit & Risk Committee and a member of the Investment and Remuneration Committees. He is a member of the Law Institute of Victoria, the Law Council of Australia and the Australian Institute of Company Directors.
- **Gregory Rooke, Dip.Mktg, MAIE** (Non-executive Director)
Greg Rooke has over 40 years' business and operating experience, 15 of which were spent directly in Asian and Chinese businesses. He recently concluded his executive career as Chairman of ISS Greater China, overseeing the company's growth into one of the largest facilities services companies in Asia. Prior to joining ISS, Mr Rooke held executive positions with Hong Kong-based Jardine Matheson Limited, where he was responsible for streamlining its Asian Environmental and Property Services activities. Mr Rooke is a Non-executive Director of Customers Limited, Chairman of ASTRA's Remuneration Committee and a member of the Investment and Audit & Risk Committees.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

DIRECTORS' REPORT (Continued)

COMPANY SECRETARY

- Mr Mark Licciardo, B.Bus (Acc), GradDip CSP, FCIS**

Mr Licciardo was appointed Company Secretary on 30 November 2007. Mr Licciardo is Managing Director of Mertons Corporate Services Pty Ltd (Mertons) which provides company secretarial and corporate governance consulting services to ASX listed and unlisted public and private companies. Prior to establishing Mertons, Mr Licciardo was Company Secretary of the Transurban Group (2004-07) and Australian Foundation Investment Company Limited, Djerriwarrh Investments Limited, AMCIL Limited and Mirrabooka Investments Limited (1997-04). Mr Licciardo has also had an extensive commercial banking career with the Commonwealth Bank and State Bank Victoria.

CHIEF FINANCIAL OFFICER

- Cameron Bodley, CA, B.Com, MAICD**

Cameron Bodley has a Bachelor of Commerce, is a Licensed Member of ICAA and a registered Tax Agent. Cameron started his own professional service firm, HansonPorterCurzon, based in Melbourne in 2006 after 10 years' extensive experience as a chartered accountant both in Australia and England. Prior to starting HansonPorterCurzon Cameron worked at National Australia Bank, Aviva Plc and a mid-tier Chartered firm, giving him specialised experience in Mining and Investment companies.

Interests in shares and options of the consolidated entity

As at the date of this report, the interests of the Directors in the shares and options of Astra Capital Limited were:

Name of Director	Interests (as at the date of this report)						Employee Incentive Options held over Ordinary Shares expiring 31 March 2011
	Ordinary Shares held both directly & indirectly			Options held both directly & indirectly			
	At 30 June 2010	Movement since 30 June 2010	As at the date of this Report	At 30 June 2010	Movement since 30 June 2010	As at the date of this Report	
Stephen Lucas	30,500	-	30,500	7,000	-	7,000	3,500 at \$7.00/3,500 at \$10.50
Greg Rooke	4,200	-	4,200	-	-	-	-
Clive Hooke	10,000	-	10,000	-	-	-	-
Dean Matthews	167,773	-	167,773	-	-	-	-

No director received shares, or was granted options over shares during or since the end of the financial year ended 30 June 2010.

CORPORATE STRUCTURE

ASTRA is a company limited by shares that is incorporated and domiciled in Australia.

PRINCIPAL ACTIVITIES

The company's principal activity in the course of the year is the investment in the following portfolio of assets:

- BilltoBill China e-payments (Divested on 1 July 2009)
- Oncard International Limited (ASX:ONC)
- Taylor Rail Australia Pty Ltd
- Cash on hand

There was a significant change in the principle activities of the business on 1 July 2009 being the divestment of ASTRA's interest in BilltoBill.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

DIRECTORS' REPORT (Continued)

RESULTS AND DIVIDENDS

The consolidated loss for the financial year ended 30 June 2010, after allowing for income tax, was a loss of \$5,683 (2009: loss of \$608,422).

ASTRA's net assets, as at 30 June 2010, fell by 0.95% to \$34.14 million.

The Company's cash reserves stand at \$14.87 million invested in an Australian high-yield term deposit. Net tangible assets per share decreased to \$1.63 (2009: \$1.65).

The Directors do not recommend the payment of a dividend and no amounts have been paid, declared or recommended by the consolidated entity by way of dividend since the commencement of the financial year.

RESTRUCTURE OF ASTRA CAPITAL – SIGNIFICANT CHANGES IN STATE OF AFFAIRS

Astra Capital Limited holds 52,233,233 Oncard shares and, as at 30 June 2010, was the largest shareholder on the Oncard International register at 29.47%.

The Company announced to the market on 3 June 2010 that it had received a non-binding and incomplete proposal from Taverners No.12 Pty Ltd (ACN 107 480 919) ATF The Taverners No.12 Unit Trust (**Taverners No.12**) for an off market cash bid of 90 cents per share for all the ordinary shares in the Company. A further update was given to the market on 2 July 2010 while the matter was under consideration by the Board of ASTRA.

On 14 July 2010 the Company advised that it had received notification from Taverners No.12 that it would not be proceeding with its proposal.

The Board of Directors of the Company explored a range of options to maximise value and will put to Shareholders a vote at an extraordinary general meeting (EGM) as scheduled for 23 September 2010, the following resolutions:

- an in specie pro rata distribution to shareholders of the Company's holding of Oncard International Limited shares; and
- Internalisation of the Investment Management Agreement between the Company and Collins Business Asset Management Pty Ltd.

These actions were consistent with plans to have the Company focus its attention on the rail industry sector.

REVIEW OF INVESTMENTS – TAYLOR RAIL AUSTRALIA

On 1 April 2009, ASTRA concluded a deal to provide strategic growth funding to Taylor Rail Australia Pty Ltd in the form of a convertible note of up to \$4m, with an option to convert to a 51% equity stake hold in the company.

Taylor Rail's name is synonymous with quality rail infrastructure support and construction projects over the past 43 years. Taylor Rail delivers excellence in rail infrastructure services such as:

- Rail safety inspection, certification and maintenance
- Rail infrastructure renewal and upgrading works
- Rail aluminothermic welding
- Mainline and private siding track construction
- Track resurfacing and ballasting
- Overhead, gantry or maritime rail infrastructure maintenance
- Project management construction and maintenance services.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

DIRECTORS' REPORT (Continued)

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

Depending on the result of the EGM planned 23 September 2010, ASTRA will continue to invest in quality growth assets and may seek to raise capital for further investments.

The investment focus for the financial year 2010-2011 will be on further investment in the rail industry sector

EVENTS SUBSEQUENT TO BALANCE DATE

The Company continues to defend a litigation claim to be brought before the Federal Court of NSW on 7th September 2009 by SINO-US Technology (Tianjin) Company Ltd. At this time Management, Directors and Legal Counsel are of the opinion that this matter is not material and as such does not believe it would require adjustment to, or disclosure in, the financial report. Management and the Board will monitor this matter closely and regularly against the continuous disclosure rules.

The financial report was authorised for issue on 31 August 2010 by the Board of Directors.

Remuneration philosophy

The performance of ASTRA depends upon the quality of its directors, executive officers and employees. To prosper, ASTRA must attract, motivate and retain highly skilled personnel. Executives and employees have the opportunity to qualify for participation in the Employee Option Incentive Scheme, which provides incentives based upon share price growth. Each year the Remuneration Committee considers the appropriate targets and key performance indicators to link the incentives of executives and employees to performance.

Remuneration committee

The Remuneration Committee of the Board of Directors is responsible for determining and reviewing compensation arrangements for the Directors and the executive team. The Remuneration Committee assesses the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant market conditions, with the overall objective of ensuring maximum stakeholder benefit from the retention of an experienced and high quality Board and executive team.

Such officers are given the opportunity to receive their base emolument in a variety of forms including cash and superannuation salary sacrifice.

Remuneration structure

Non-executive directors

The Constitution and the ASX Listing Rules specify that the aggregate remuneration of non-executive directors shall be determined from time-to-time by a general meeting. The latest determination was at the Annual General Meeting held on 26 November 2004 when shareholders approved an aggregate remuneration of \$200,000 per annum to be apportioned among non-executive directors.

Non-executive directors are required to sign a Letter of Appointment that outlines the director's duties and responsibilities and the remuneration fee to be paid to that director in carrying out his duties. This fee covers both the board and any committee position where the non-executive director is a member. The non-executive director's emoluments are comparable to similar companies in the sector of operation. There is no formal link between the consolidated entity's performance and these emoluments.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

DIRECTORS' REPORT (Continued)

REMUNERATION REPORT (AUDITED)

Executive directors and senior management

ASTRA aims to reward its executives with a level and mix of remuneration commensurate with their position and responsibilities within the company, so as to reward executives for meeting or exceeding targets set by reference to appropriate benchmarks, to align the interests of executives with those of shareholders and to ensure remuneration is competitive by market standards.

It is the Remuneration Committee's policy that employment contracts must be entered into with the directors and employees. Remuneration consists of fixed remuneration and variable remuneration comprising an issue of short term incentive options issued under the Employee Option Incentive Scheme.

The level of fixed remuneration is set so as to provide a base level of remuneration which is both appropriate to the position and is competitive in the market. Fixed remuneration is reviewed annually by the Remuneration Committee as part of an assessment on that executive's performance.

The Remuneration Committee has access to external independent advice if necessary. The variable remuneration is linked to the achievement of certain performance targets set by reference to appropriate benchmarks.

Employment Contracts

Mr Dean Matthews, Managing Director Astra Capital Limited

- (i) Salary — The Managing Directors salary is paid by the Investment Manager under the terms of the Investment Management Agreement.
- (ii) Term — The Managing Director is currently appointed under the terms of the Investment Management Agreement.

Mr Yang Lei, CEO BilltoBill

- (i) Salary — EUR150,000 per annum
- (ii) Term — Commencing December 2007 without a fixed term.
- (iii) Resignation/Termination — from commencement date if ASTRA terminates employment, then 3 months notice. This agreement was terminated on 1 October 2009.

Investment Management Agreement and Services Contracts

Under the terms of the Investment Management Agreement, the following services, which would otherwise typically be carried out under executive employment contracts, are services provided under commercial terms by the Investment Manager including Managing Director, Company Secretarial and Corporate Governance, Company Accounting and Taxation services.

The costs of these services are included in the Investment Management Agreement fees. On termination of the Investment Management Agreement, these will be a direct cost to ASTRA.

Details regarding director and executive (key management personnel) employments are found below. Details regarding the issue of share options under the Employee Incentive Option Scheme are provided in the notes to the financial statements.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

DIRECTORS' REPORT (Continued)

REMUNERATION REPORT (AUDITED) (Continued)

Remuneration of Key Management Personnel – ASTRA and consolidated entity

Details regarding director and executive (key management personnel) employment are found below. During the 2009 and 2010 financial years, no shares or options were issued as part of executive remuneration.

Name of Directors & Executives	Short Term Employee Benefits			Post Employment Benefits	Share-Based Payment		Total	Equity as % of Annual Remuneration
	Cash Salary & Fees	Travel & Accommodation	Non-Monetary Benefits	Super-annuation	Options	Shares		
2010	\$	\$	\$	\$	\$	\$	\$	
Non-Executive Directors								
Clive Hooke	91,742	-	-	8,258	-	-	100,000	-
Stephen Lucas	45,872	-	-	4,128	-	-	50,000	-
Greg Rooke	45,872	-	-	4,128	-	-	50,000	-
Executive Directors								
Dean Matthews	-	-	-	-	-	-	-	-
Total Remuneration: Directors	183,486	-	-	16,514	-	-	200,000	-
Executives								
Yang Lei – CEO of BilltoBill [^]	77,102	-	-	-	-	-	77,102	-
Total Remuneration	260,588	-	-	16,514	-	-	277,102	-

[^] Resigned during the financial year

Name of Directors & Executives	Short Term Employee Benefits			Post Employment Benefits	Share-Based Payment		Total	Equity as % of Annual Remuneration
	Cash Salary & Fees	Travel & Accommodation	Non-Monetary Benefits	Super-annuation	Options	Shares		
2009	\$	\$	\$	\$	\$	\$	\$	
Non-Executive Directors								
Clive Hooke	91,743	-	-	8,257	-	-	100,000	-
Stephen Lucas	45,872	-	-	4,128	-	-	50,000	-
Greg Rooke	45,872	-	-	4,128	-	-	50,000	-
Executive Directors								
Dean Matthews	-	-	-	-	-	-	-	-
Total Remuneration: Directors	183,487	-	-	16,513	-	-	200,000	-
Executives								
Yang Lei – CEO of BilltoBill	278,154	-	-	-	-	-	278,154	-
Total Remuneration	461,641	-	-	16,513	-	-	478,154	-

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

DIRECTORS' REPORT (Continued)

REMUNERATION REPORT (AUDITED) (Continued)

Share-based compensation

In the financial year ended 30 June 2010, no shares or options were issued to key management personnel.

OPTIONS (Following 100:1 share consolidation approved by shareholders on the 24 April 2009)

The following table summarises information about incentive options held as at the date of this report.

Number of options	Grant date	Vesting date	Expiry date	Exercise price
6,071	9 December 2005	9 December 2006	8 December 2010	\$1.50
6,071	9 December 2005	9 December 2006	8 December 2010	\$1.50
10,500	4 April 2006	4 April 2006	31 March 2011	\$7.00
10,500	4 April 2006	4 April 2006	31 March 2011	\$10.50
16,500	9 February 2007	9 February 2008	9 February 2012	\$4.50
16,500	9 February 2007	9 February 2009	9 February 2012	\$4.50
<hr/> 66,142				

EMPLOYEES

At 30 June 2010, the consolidated entity had 4 employees (2009: 21 employees). This includes the four directors of ASTRA.

The consolidated entity also used consultants to undertake the various activities to operate the consolidated entity under the direction of the Board of Directors.

COMMITTEE MEMBERSHIP

As at the date of this report the consolidated entity had an

- Investment Committee,
- Audit & Risk Committee, and a
- Remuneration Committee.

Board members acting on these Committees are:

Investment Committee: Clive Hooke (Chair), Dean Matthews, Greg Rooke and Stephen Lucas

Audit & Risk Committee: Stephen Lucas (Chair), Clive Hooke and Greg Rooke

Remuneration Committee: Greg Rooke (Chair), Clive Hooke, Dean Matthews and Stephen Lucas

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

DIRECTORS' REPORT (Continued)

REMUNERATION REPORT (AUDITED) (Continued)

DIRECTORS' MEETINGS

The number of meetings of directors held during the financial year and the number of meetings attended by each Director were as follows:

	Directors' Meetings	Meetings of Committees		
		Audit & Risk	Remuneration	Investment
Number of meetings held:	10	3	Nil	4
Number of meetings attended:				
Clive Hooke	10	3	-	4
Dean Matthews*	10	3	-	4
Stephen Lucas	9	3	-	4
Greg Rooke	10	3	-	4

* D Matthews is not a member of the Audit & Risk Committee but attends by invitation.

END REMUNERATION REPORT

INDEMNIFICATION AND INSURANCE OF DIRECTORS AND AUDITORS

Under the Constitution, each Director, officer and auditor can be indemnified to the maximum extent permitted by the Corporations Act 2001 from liability to third parties (unless the liability arises out of conduct involving lack of good faith), and in successfully defending legal and administrative proceedings and applications for such proceedings. Since the end of the financial year, the consolidated entity has given an indemnity via a Deed of Indemnity, Access and Insurance to each director of the company. The consolidated entity has not entered into any agreement to indemnify its auditors against claims by third parties arising from their report or the annual financial report.

The consolidated entity has taken out Directors and Officers Liability Insurance for liability coverage of \$10 million at a premium cost of \$50,906. No liability has arisen under this indemnity as at the date of this report.

ENVIRONMENTAL REGULATION

The consolidated entity's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of a state or territory in Australia.

TAX CONSOLIDATION

Astra Capital Limited has decided not to form a tax consolidated group.

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Astra Capital Limited support and have adhered to principles of good corporate governance. The consolidated entity's Corporate Governance Statement is contained in the following section of this Annual Report.

AUDITOR INDEPENDENCE

The directors received an auditor's independence declaration under section 307C in relation to the auditor's independence for the financial year ended 30 June 2010.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

DIRECTORS' REPORT (Continued)

NON-AUDIT SERVICES

There were non-audit services provided by the company's current auditors, BDO Audit (NSW-VIC) Pty Ltd. In the Directors opinion these were not material and did not effect independence.

Signed in accordance with a resolution of the Directors.

A handwritten signature in black ink, appearing to read 'Clive Hooke', written in a cursive style.

Clive Hooke
Director

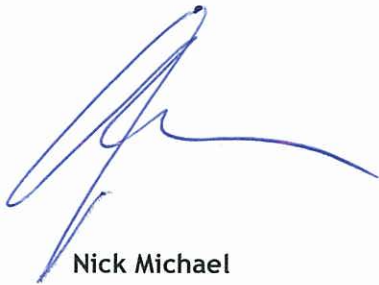
Signed at Melbourne this 31st day of August 2010

DECLARATION OF INDEPENDENCE BY NICK MICHAEL TO THE DIRECTORS OF ASTRA CAPITAL LIMITED

As lead auditor of Astra Capital Limited for the year ended 30 June 2010, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- any applicable code of professional conduct in relation to the audit.

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



Nick Michael

Director

BDO Audit (NSW-VIC) Pty Ltd

Melbourne, Victoria

Dated 31st day of August 2010

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

CORPORATE GOVERNANCE STATEMENT

Introduction

Astra Capital Limited (“ASTRA” or the “Company”) is an Australian Securities Exchange (ASX) listed entity that was incorporated and listed on the ASX in 1969. ASTRA’s principal assets include investments in ASX-listed Oncard International Limited and the unlisted Taylor Rail Australia Pty Ltd.

The Company aims to maximise returns to its investors by capital appreciation, diversified investment and, when profitable, via a declaration of dividends to each shareholder in proportion to their interest in the Company.

The Board of Directors is responsible for establishing the corporate governance framework of the Company and establishing appropriate Corporate Governance policies and procedures having regard to the ASX Corporate Governance Council (CGC) published guidelines as set out in its “Corporate Governance Principles and Recommendations” (Revised Principles, 2nd Edition August 2007). The Board of Directors continues to review the framework and practices to ensure they meet the interests of shareholders.

This Corporate Governance Statement is structured with reference to the CGC’s published guidelines containing eight key principles. The charters and policies described in this Corporate Governance Statement represent a concise version of those charters and policies that have been adopted by the Board of Directors in line with the CGC’s recommendations. Where a CGC recommendation has not been followed, the fact is disclosed, together with reasons for the departure. The Company’s Corporate Governance charters and policies can be found on the Company’s website, www.astracapital.com.au.

1) Board Charter

(Principle 1: Lay solid foundations for management and oversight)

a) Role of the ASTRA Board and company management

The Board of Directors of ASTRA, together with management, are collectively experienced in the management of listed companies and the development and management of diversified services entities.

The Board is responsible for providing strategic guidance and for contributing to the development of the corporate strategy and performance objectives, including the implementation of a business strategy, the annual budget and financial plan, monitoring the Company’s financial performance and ensuring that appropriate management is in place to achieve these objectives. The Investment Manager under the terms of the Investment Management Agreement appoints the Chief Executive Officer/Managing Director. The Board appoints the Chief Financial Officer and Company Secretary. The Board approves and monitors management’s corporate strategy and performance objectives for ASTRA. Under the oversight of the Board’s Audit & Risk Committee, the Board monitors risk, compliance and financial reporting. The Board is responsible for approving and monitoring the progress of major capital expenditure, capital management and acquisitions and divestitures of assets. Recommendations on new investments are made by the Investment Committee.

The Board may delegate to its committees, an officer of a group company, or any other person in authority to perform any of its functions and exercise any of its powers, in the ordinary course of business. This includes the day to day administration of its assets, including ensuring that assets are adequately insured where necessary; that detailed market investigations and effective due diligence is carried out on proposed investments or acquisitions; that capital required to develop the Company’s portfolio of investments, proposed investments or acquisitions as well as general working capital requirements is adequate; and that, subject to the responsibility of the Board’s Audit & Risk Committee, there is effective risk management, financial management and compliance management of the Company’s assets.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

CORPORATE GOVERNANCE STATEMENT (Continued)

(Principle 2: Structure the board to add value)

b) ASTRA Board Structure

The qualifications, skills, experience and expertise relevant to the position of director held by each director in office at the date of the annual report and their attendance at Board and Committee meetings is included in the Director's Report.

The Board is comprised of four Directors, with a majority of the Board being Non-executive Directors:

Clive Hooke, (Independent Non-executive Chairman of Directors)

Dean Matthews, (Managing Director/Chief Executive Officer)

Stephen Lucas, (Independent Non-executive Director)

Greg Rooke, (Independent Non-executive Director)

In accordance with the CGC's Corporate Governance Principles and Recommendations, the recommendation that no independent Director holds more than 5% of the total shares on issue or that there is no material interest in the company that would impair independence has been met by all Directors.

The Company supports the appointment of Directors who bring a wide range of business and professional skills and experience, details of which are recorded in the Directors' Report accompanying this Corporate Governance Statement. Each Director, with the exception of the Managing Director, has a three year term of office, at the end of which they retire and seek re-election by shareholders.

Pursuant to ASX CGC Principles, each Director has been issued with and signed a Deed of Indemnity, Insurance and Access Agreement that will protect directors for up to seven years after their resignation in the event of a legal matter that the Company may face in the future whilst they were a director of the Company.

Each Director is required to disclose any interest which might create a potential conflict of interest with their duties as a Director of ASTRA, or which would affect their independence.

In order for Directors to bring independent judgement to bear in decision making, Directors have the right to obtain independent professional advice, if necessary, at the Company's expense.

2) Code of Conduct and Conflicts of Interest

(Principle 3: Promote ethical and responsible decision making)

a) Conduct of Management

The Board of ASTRA is committed to its Code of Conduct. This is communicated to management and requires employees to adhere to the core values, together with a number of other key attributes that have been identified as being imperative to the success of ASTRA.

Employees must comply with all laws and regulations. This includes understanding the laws and regulations relevant to their work and complying with the legal requirements of the jurisdictions in which they operate.

Employees should not engage in activities or hold or trade assets that involve, or could appear to involve, a conflict between their personal interests and the interests of the Company.

Management is responsible to the Board for the Company's performance under this Code and has operational responsibility for ensuring compliance with the Code.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

CORPORATE GOVERNANCE STATEMENT (Continued)

The Code of Conduct aims to promote ethical and responsible decision making. The Code of Conduct requires all employees to exhibit honesty, loyalty, integrity, professionalism and trust in their dealings, both internally and externally. ASTRA aims for good corporate governance and, in summary, requires employees to:

- avoid situations which may give rise to a conflict of interest;
- avoid situations where they may profit from their position with the Company and gain any benefit which competes with ASTRA's business;
- comply with all laws and regulations and Company policies and procedures;
- not undertake activities inconsistent with their employment with ASTRA;
- properly use ASTRA's assets for legitimate business purposes; and
- maintain privacy and confidentiality in both ASTRA's business and the information of all its stakeholders.

The Company has developed a Whistleblower Policy that offers Company officers, employees, independent contractors and their employees the opportunity to bring to the attention of management conduct which is corrupt, illegal or unethical, without fear of revenge, dismissal or discriminatory treatment.

The Board has resolved that the Code of Conduct extends to guide compliance with legal and other obligations with respect to stakeholders.

b) Conflicts of Interest

The Board of ASTRA is committed to good corporate governance and aims for continuous improvement in these practices. ASTRA embraces high ethical standards and requires its employees to demonstrate both personal and corporate responsibility. Directors, officers and employees are required to safeguard the integrity of the Company and to act in the best interests of its stakeholders, generally shareholders.

There must be no conflict, or perception of a conflict, between the interests of any ASTRA Director, officer or employee and the responsibility of that person to the Company and to the stakeholders. All ASTRA Directors, officers and employees may never improperly use their position for personal or private gain for themselves, a family member, or any other person ("associates").

As a general rule, a conflict of interest, or the perception of a conflict, may arise if their duties involve any actual or potential business with a person, entity or organisation in which they or their associates have a substantial personal or financial interest. Accordingly, the following rules apply:

- Without prior Board approval, Directors, officers and employees may not act on behalf of ASTRA in connection with any business or potential business involving any person, entity or organisation in which they or their associates have direct or indirect managerial influence (such as serving as an Executive Officer, Director, general partner or similar position or holding a substantial ownership or beneficial interest); and
- Where a potential conflict exists, this should be disclosed to the Chairman prior to any dealings taking place.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

CORPORATE GOVERNANCE STATEMENT (Continued)

3) *Audit & Risk Committee*

(Principle 4: Safeguard integrity in financial reporting)

The Company has established an Audit & Risk Committee which comprises three non-executive directors.

a) *Purpose*

The Audit & Risk Committee plays a key role in assisting the Board of Directors with its responsibilities relating to accounting, developing internal control systems, reporting practices and risk management, and ensuring the independence of the Company Auditor. The Charter for this Committee incorporates policies and procedures to ensure an effective focus from an independent perspective.

The Audit & Risk Committee oversees and appraises the quality of the audits conducted by the Auditors of the Company. BDO Audit (NSW-VIC) Pty Ltd, Chartered Accountants, is the currently appointed Auditor of ASTRA. Their appointment is reviewed annually. ASTRA believes in the ongoing assessment of its audit arrangements and complies with regulatory requirements to rotate its external audit partner.

The Audit & Risk Committee includes in its Charter a review of the effectiveness of administrative, operating and accounting controls.

Meetings of the Committee are held a minimum of twice per annum, represented by meetings for the full-year and half-year financial accounts review, approval and recommendation to the Board. Further meetings may be held for discussion on policies and procedures and risk management matters. The Auditors of the company, BDO Audit (NSW-VIC) Pty Ltd, are also invited to make recommendations to the Committee on policies and procedures for discussion.

Following a recommendation by the Committee to the Board of Directors to approve the Annual and Half Year Financial Accounts, the Chief Executive Officer and Chief Financial Officer state in writing to the Board that the Company's Financial Reports present a true and fair view, in all material respects, of the Company's financial condition and operational results and are in accordance with relevant accounting standards, and that this statement is founded on a sound system of risk management and internal compliance and control which implements the policies adopted by the Board.

The Company has adopted an Audit Independence Policy which identifies non-audit services that ASTRA considers can be provided and services that cannot be provided by its external auditor.

b) *Composition*

ASTRA's Audit & Risk Committee follows each of the principles listed below:

- Consists only of non-executive Directors with all of the Committee members being independent Directors;
- An independent Chairperson, who is not Chairperson of the Board and is a qualified accountant or has significant experience in the financial industry; and
- Has at least three members.

Members of the Committee are:

Stephen Lucas	Chairman (Independent Non-executive Director)
Clive Hooke	(Independent Non-executive Director)
Greg Rooke	(Independent Non-executive Director)

There were three meetings held during the reporting period.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

CORPORATE GOVERNANCE STATEMENT (Continued)

4) *Continuous Disclosure Policy*

(Principle 5: Make timely and balanced disclosure)

ASTRA's Continuous Disclosure Policy is designed to promote transparency and investor confidence and ensure that all interested parties have an equal opportunity to obtain information which is issued by ASTRA. ASTRA is committed to complying with the continuous disclosure obligations contained in the listing rules of the Australian Securities Exchange (ASX) and under the Corporations Act, and ensuring that all shareholders and the market have an equal opportunity to obtain and review full and timely information about ASTRA's securities.

The ASX defines continuous disclosure in its Listing Rules as "the timely advising of information to keep the market informed of events and developments as they occur". The Listing Rules and the Corporations Act require that a listed entity disclose to the market matters which a reasonable person would expect to have a material effect on the price or value of the entity's securities. A reasonable person is taken to expect information to have a material effect on the price or value of securities if it would, or would be likely to, influence persons who commonly invest in securities in deciding whether or not to subscribe for, buy or sell the securities.

The Managing Director controls all of ASTRA's communications with assistance from the Company Secretary in carrying out this responsibility. The Managing Director and Chairman are the only two officers authorised to approve the release of material information to the market. The Company Secretary is responsible for administering this policy and is responsible for dealing with the ASX in relation to all listing rule issues. The procedures which have been developed to comply with these rules include immediate reporting of any matter which could potentially have a material effect, via established reporting lines to the Managing Director and/or the Company Secretary.

Disclosure of such price-sensitive information to the ASX must not be delayed and is disclosed, in the first instance, to the ASX with disclosures to the market then being placed on ASTRA's website, www.astracapital.com.au. Material information must not be selectively disclosed (i.e. to analysts, the media or shareholders) prior to being announced to the ASX, and all media releases must be referred to the Managing Director for approval prior to any release.

5) *Trading Policy*

ASTRA's Share Trading Policy ensures that unpublished price sensitive information about ASTRA is not used in an unlawful manner. The main provisions of this policy are governed by:

- the specific requirements of the Corporations Act;
- a prohibition of short term trading in ASTRA shares;
- when Directors and employees may trade in ASTRA shares; and
- prior notification by Directors, officers and employees of their intention to deal in ASTRA shares.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

CORPORATE GOVERNANCE STATEMENT (Continued)

A summary of the Policy is as follows:

Trading of securities by Directors, officers and employees is only allowed when he or she is **not** in possession of price sensitive information that is not generally available to the market.

As it is assumed that Directors and senior management are likely to be in possession of unpublished price sensitive information concerning the Company by virtue of their position within the Company, those persons and their associates may only trade in the Company's securities during a period of 28 days, commencing 48 hours after the announcement of the following:

- the half-yearly financial results;
- the annual financial results; and
- the holding of a shareholders' meeting.

In addition, Directors, officers and employees can only deal in ASTRA shares after having first obtained permission from, in most cases, the Chairman and must notify the Company Secretary when a trade has occurred.

6) **Shareholder Communications**

(Principle 6: Respect the rights of shareholders)

ASTRA's communication strategy is to promote effective communication with shareholders.

ASTRA is committed to:

- ensuring that shareholders and the financial markets are provided with full and timely information about ASTRA's activities in a balanced and understandable way;
- complying with continuous disclosure obligations contained in the applicable Australian Securities Exchange (ASX) Listing Rules and the Corporations Act in Australia; and
- communicating effectively with its shareholders and making it easier for shareholders to communicate with ASTRA.

To promote effective communication with shareholders and encourage effective participation at general meetings, information is communicated to shareholders:

- through the release of information to the market via the ASX;
- through the distribution of the Annual Report and Notices of Annual General Meetings;
- through other general shareholder meetings;
- through letters and other forms of communications directly to shareholders;
- by posting relevant information on ASTRA's website; and
- by providing shareholders with a choice of information delivery options ie. paper or electronic means.

The Company's website, www.astracapital.com.au, has a dedicated Investor Relations section and endeavours to publish on the website all important Company information and relevant announcements made to the market.

The external Auditors are requested to attend the Annual General Meeting and are available to answer shareholders' questions about the conduct of the audit and preparation of the Auditor's Report.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

CORPORATE GOVERNANCE STATEMENT (Continued)

7) **Risk Management System Statement**

(Principle 7: Recognise and manage risk)

The Board of the Company takes a proactive approach to the Company's risk management and internal compliance and control system. This function is dealt with by the Audit & Risk Committee.

The Audit & Risk Committee is responsible for ensuring that risks and mitigation of these risks are identified on a timely basis and that the Company's objectives and activities are aligned with the risks and opportunities identified by the Committee and the Board of Directors.

The Company has developed a policy on risk oversight and management and undertaken a detailed risk assessment of the company's operations, procedures and processes. The Risk Assessment was aimed at identifying the following:

- a culture of risk control and the minimisation of risk throughout the Company, which is being carried out by following documented risk identification and reporting as well as through natural or instinctive processes by employees of the Company;
- a culture of risk control that can easily identify risks as they arise and amend practices;
- the installation of practices and procedures in all areas of the business that are designed to minimise an event or incident that could have a financial or other effect on the business and its day to day management; and
- adoption of practices and procedures to minimise many of the standard commercial risks, i.e. taking out the appropriate insurance policies and ensuring compliance reporting is up to date.

The Company has identified and structured its risk analysis and has implemented and demonstrated regular risk management controls reporting to the Board via the Audit & Risk Committee.

8) **Board Remuneration and Appointment Policies**

(Principle 8: Remunerate fairly and responsibly)

The Company has established a Remuneration Committee, comprising of three non-executive Directors and one executive Director. The Committee is responsible for determining and reviewing compensation arrangements for the Directors and for approving parameters within which the review of the compensation arrangements for the senior executive team can be conducted by the Managing Director. The Committee meets as often as necessary during the calendar year.

Members of the Committee are:

Greg Rooke	Chairman (Independent Non-executive Director)
Clive Hooke	(Independent Non-executive Director)
Dean Matthews	(Executive Director)
Stephen Lucas	(Independent Non-executive Director)

It was not deemed necessary for the Committee to meet during the reporting period.

The Committee is established to monitor and review:

- the remuneration arrangements for the Managing Director and other executive directors and set parameters within which the Managing Director will review arrangements for other senior executives;
- the remuneration policies, personnel practices and strategies of the Company generally;
- any employee incentive schemes;
- the remuneration arrangements for non-executive Directors;
- the size and composition of the Board and criteria for Board membership; and
- the membership of the Board and candidates for consideration by the Board.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

CORPORATE GOVERNANCE STATEMENT (Continued)

8) *Board Remuneration and Appointment Policies*

All remuneration and superannuation for Directors, officers and employees, except for the Managing Director, are paid by the Company. The details of the remuneration paid to the officers described above is included in the Remuneration Report forming part of this annual report. The Company does not have any schemes for retirement benefits for Directors other than superannuation.

The Nominations function is also dealt with by this Committee.

The Board is responsible for the Performance Evaluation of the members of the Board and key executives against both measurable and qualitative indicators.

The Chairman undertakes an annual assessment of the performance of individual Directors and meets privately with each Director to discuss this assessment. Feedback from Directors regarding the Chairman is also provided. An annual assessment was undertaken during the reporting period.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

STATEMENT OF COMPREHENSIVE INCOME

For the Year Ended 30 June 2010

CONSOLIDATED			
		June 2010	June 2009
	Note	\$	\$
Revenue from Continuing Operations	2	904,792	1,154,120
Finance Costs	4	(2,738)	(1,330)
Employee Benefits Expense		(277,326)	(187,255)
Consultant Expenses		(254,868)	(411,135)
Management Fee		(860,596)	(881,866)
Travel & Accommodation		(4,663)	(21,623)
Other Costs		(83,771)	(143,534)
Share of Net (Loss)/Profits from Associates	13	573,487	1,211,148
(Loss)/Gain from Continuing Operations before Income Tax Expense		(5,683)	718,525
Income Tax Benefit	6	-	-
(Loss)/Profit After Income Tax Benefit from Continuing Operations		(5,683)	718,525
Loss from Discontinued Operations before Income Tax Expense	3	-	(1,326,947)
Net (Loss)/Profit for the Year		(5,683)	(608,422)
Other Comprehensive Income			
Foreign Currency Translation Movements		(49,444)	(181,731)
Share of Associates Reserve Movements		(273,086)	122,278
Other Comprehensive Income Net of Tax		(322,530)	(59,453)
Total Comprehensive Income for the Year		(328,213)	(667,875)
Profit Attributable to:			
Members		(5,683)	(608,422)
		(5,683)	(608,422)
Total Comprehensive Income Attributable to:			
Members		(328,213)	(667,875)
		(328,213)	(667,875)

The above Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

STATEMENT OF COMPREHENSIVE INCOME

For the Year Ended 30 June 2010

CONSOLIDATED			
		June 2010	June 2009
	Note	\$	\$
Earnings Per Share			
Based on (Loss)/Profit for the period			
Basic (Losses)/Earnings Per Share (cents per share)	9	(0.00)	0.03
Diluted (Losses)/Earnings Per share (cents per share)	9	(0.00)	0.03
Discontinued Operations			
Basic (Losses)/Earnings Per Share (cents per share)	9	0.00	(0.06)
Diluted (Losses)/Earnings Per share (cents per share)	9	0.00	(0.06)

The above Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

STATEMENT OF FINANCIAL POSITION

As at 30 June 2010

CONSOLIDATED			
		June 2010	June 2009
	Note	\$	\$
Current Assets			
Cash	10	14,870,893	16,322,354
Trade and Other Receivables	11	214,444	233,229
Disposal Group classified as Held-for-sale	3	-	1,167,903
Total Current Assets		15,085,337	17,723,486
Non-Current Assets			
Investments in Associates accounted for using the Equity Method	13	17,118,648	15,179,250
Other Financial Assets	12	2,250,000	2,000,000
Total Non-Current Assets		19,368,648	17,179,250
TOTAL ASSETS		34,453,985	34,902,736
Current Liabilities			
Trade and Other Payables	17	309,574	422,209
Liabilities directly associated with Disposal Group classified as Held-for-sale	3	-	7,903
Total Current Liabilities		309,574	430,112
TOTAL LIABILITIES		309,574	430,112
NET ASSETS		34,144,411	34,472,624
Equity			
Issued Capital	20	88,955,561	88,955,561
Reserves	21(b)(d)(f)	(72,691)	249,839
Accumulated Losses	21(a)	(54,738,459)	(54,732,776)
TOTAL EQUITY		34,144,411	34,472,624

The above Statement of Financial Position should be read in conjunction with the accompanying notes.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

STATEMENT OF CASH FLOWS For the Year Ended 30 June 2010

CONSOLIDATED			
		June 2010	June 2009
	Note	\$	\$
Cash Flows from Operating Activities			
Receipts from Customers		-	202,916
Payments to Suppliers and Employees		(1,582,814)	(3,148,266)
Interest Received		860,404	1,137,321
Net Cash Flows Used in Operating Activities	24	(722,410)	(1,808,029)
Cash Flows from Investing Activities			
Acquisition of Plant & Equipment		-	(11,996)
Purchase of New Investments		(478,998)	-
Net Cash Flows Used in Investing Activities		(478,998)	(11,996)
Cash Flows from Financing Activities			
Loans Advanced		(250,000)	(2,000,000)
Net Cash Flow Used in Financing Activities		(250,000)	(2,000,000)
Net (Decrease) in Cash Held		(1,451,408)	(3,820,025)
Net Cash disposed of as part of BilltoBill divestment		(59,376)	(59,376)
Add Opening Cash Brought Forward at the Beginning of the Year		16,381,730	20,242,027
Foreign Exchange Movement on Cash Balances		(53)	(40,272)
Closing Cash Carried Forward at the end of the Year	10	14,870,893	16,322,354

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

STATEMENT OF CHANGES IN EQUITY

For the Year Ended 30 June 2010

Note	Share Capital \$	Retained Earnings \$	Option Reserve \$	Foreign Translation Reserve \$	Share Based Payment Reserve \$	Total \$
CONSOLIDATED						
At 1 July 2008	88,955,561	(54,124,354)	285,474	36,812	-	35,153,493
Issue of Shares for Cash	-	-	-	-	-	-
Transaction Costs	-	-	-	-	-	-
Lapsed Options	-	-	(12,994)	-	-	(12,994)
Total Transactions with Owners in their Capacity as Owners	-	-	(12,994)	-	-	(12,994)
(Loss) for the Year	-	(608,422)	-	-	-	(608,422)
<i>Other Comprehensive Income for the Year</i>						
Foreign Currency Translation Movement	-	-	-	(181,731)	-	(181,731)
Share of Associates Reserve Movements	-	-	-	125,635	(3,357)	122,278
Other Comprehensive Income for the Year	-	-	-	(56,096)	-	(59,453)
Total Comprehensive Income	-	(608,422)	-	(56,096)	(3,357)	(667,875)
At 30 June 2009	88,955,561	(54,732,776)	272,480	(19,284)	(3,357)	34,472,624
At 1 July 2009	88,955,561	(54,732,776)	272,480	(19,284)	(3,357)	34,472,624
Issue of Shares for Cash	-	-	-	-	-	-
Transaction Costs	-	-	-	-	-	-
Lapsed Options	-	-	-	-	-	-
Total Transaction with Owners in their Capacity as Owners	-	-	-	-	-	-
(Loss) for the Year	-	(5,683)	-	-	-	(5,683)
<i>Other Comprehensive Income for the Year</i>						
Foreign Currency Translation Movement	-	-	-	(49,444)	-	(49,444)
Share of Associates Reserve Movements	-	-	-	(273,086)	-	(273,086)
Other Comprehensive Income for the Year	-	-	-	(322,530)	-	(322,530)
Total Comprehensive Income	-	(5,683)	-	(322,530)	-	(328,213)
At 30 June 2010	88,955,561	(54,738,459)	272,480	(341,814)	(3,357)	34,144,411

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

This financial report is a general purpose financial report which has been prepared in accordance with the Corporations Act 2001, Australian Accounting Standards including Australian Accounting Interpretations, and complies with other requirements of the law. Accounting Standards include International Financial Reporting Standards as adopted in Australia ('AIFRS'). Compliance with AIFRS ensures that the financial statements and notes comply with International Financial Reporting Standards ('IFRS').

The financial report covers the consolidated group of Astra Capital Limited and controlled entities. Separate financial statements for Astra Capital Limited as an individual entity are no longer presented as a consequence of a charge to the Corporations Act 2001. However, limited financial information for Astra Capital Limited as an individual entity included in Note 27. Astra Capital Limited is a listed public company, incorporated and domiciled in Australia.

The financial statements were authorised for issue by the directors on 31 August 2010.

The following is a summary of the material accounting policies adopted by the consolidated group in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

BASIS OF PREPARATION

The accounting policies set out below have been consistently applied to all years presented.

REPORTING BASIS AND CONVENTIONS

The financial report has been prepared on the basis of historical cost, except for financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

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

Judgments made by management in the application of Australian Accounting Standards that have significant effects on the financial statements and estimates with a significant risk of material adjustments in the next year are disclosed, where applicable, in the relevant notes to the financial statements.

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

The accounting policies set out below have been applied in preparing the financial statements for the year ended 30 June 2010 and the comparative information presented in these financial statements for the year ended 30 June 2009.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(a) Principles of Consolidation

The consolidated financial statements are prepared by combining the financial statements of all the entities that comprise the consolidated entity, being the company (the parent entity) and its subsidiaries as defined in Accounting Standard AASB 127 Consolidated and Separate Financial Statements. Consistent accounting policies are employed in the preparation and presentation of the consolidated financial statements. On acquisition, the assets, liabilities and contingent liabilities of a subsidiary are measured at their fair values at the date of acquisition. Any excess of the costs of acquisition over the fair values of the identifiable net assets acquired is recognised as goodwill. If, after reassessment, the fair value of the identifiable net assets acquired exceeds the cost of acquisition, the deficiency is credited to profit and loss in the period of acquisition.

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

(b) Going Concern

This financial report has been prepared on a going concern basis. The consolidated entity continues to incur net losses and has negative cash flows from operations. The consolidated entity's operations have been subject to considerable risks due primarily to the nature of the commercialisation of the payment systems being undertaken. This business was divested from the group on 1 July 2009. The going concern basis assumes that the consolidated entity's existing cash reserves and future capital raising will be sufficient to enable the consolidated entity to successfully execute its existing and future commercialisation plans.

The directors of the consolidated entity are of the view that the consolidated entity can continue as a going concern and will be able to pay its debts as and when they fall due for a period of at least twelve months from the date of the signing of this report for the following reasons:

- Raised \$21.5 million dollars in December 2007 by issuing 82,795,240 shares to FCP Brencorp related parties and has in excess of \$14.5 million dollars remaining.
- To the extent that the funds raised will not be sufficient, the directors are confident that future placements of shares or alternative sources of funding can be made.

In forming this view the directors note that the consolidated entity has sold the loss generating business of BilltoBill, reducing the expected negative cash flow for the 2011 financial year.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(b) Going Concern (Continued)

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 consolidated entity not be able to continue as a going concern.

(c) Foreign Currency Transactions and Balances

Functional and presentation currency

Both the functional and presentation currency of Astra Capital Limited and its Australian subsidiaries is Australian dollars (A\$). The functional currency of the overseas subsidiaries is Chinese Remnimb (RMB) and Hong Kong dollars (HKD).

Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the profit or loss, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in equity to the extent that the gain or loss is directly recognised in equity, otherwise the exchange difference is recognised in the profit or loss.

Group companies

The financial results and position of foreign operations whose functional currency is different from the group's presentation currency are translated as follows:

- Assets and liabilities are translated at year-end exchange rates prevailing at that reporting date;
- Income and expenses are translated at average exchange rates for the period; and
- Retained earnings are translated at the exchange rates prevailing at the date of the transaction.
- All resulting exchange differences are recognised as a separate component of equity.

(d) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, cash in banks and investments in money market instruments which have a maturity of three months or less from the date of acquisition, net of outstanding bank overdrafts.

(e) Employee Benefits

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

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(e) Employee Benefits (Continued)

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

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

(f) Financial Instruments

Recognition

Financial instruments are initially measured at fair value when the related contractual rights or obligations exist. Subsequent to initial recognition these instruments are measured as set out below.

Loans and Receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are stated at amortised cost using the effective interest rate method.

Convertible Note

The convertible note is classified as Loans and Receivables. It is annually assessed for impairment based upon a capitalised maintainable future earnings method.

Financial Liabilities

Non-derivative financial liabilities are recognised at amortised cost, comprising original debt less principal payments and amortisation.

Fair Value

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arms length transactions, reference to similar instruments and option pricing models.

Impairment

At each reporting date, the group assesses whether there is objective evidence that a financial instrument has been impaired. Impairment losses are recognised in the profit or loss. An impairment loss is recognised for the amount by which the financial instrument's carrying amount exceeds its recoverable amount.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(g) Debt and Equity Instruments

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

(h) Interest

Interest is classified as an expense or as a distribution of profit consistent with the balance sheet classification of the related debt or equity instruments.

(i) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense.

Receivables and payables in the balance sheet are shown inclusive of GST.

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

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

(j) Impairment of Assets

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

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

If the recoverable amount of the asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash generating unit) is reduced to its recoverable amount. An impairment loss is recognised in the profit or loss immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised in the profit or loss immediately.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(k) Income Tax

The charge for current income tax expense is based on the profit for the year adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or are substantially enacted by the balance date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

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

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

Deferred tax liabilities are recognised as taxable temporary differences associated with investments in subsidiaries and associates except where the group is able to control the reversal of temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets arising from deductible temporary differences associated with these investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

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

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

The company has elected not to consolidate for taxation purposes.

(l) Intangible Assets

Acquired both separately and from business combinations

Intangible assets acquired separately are capitalised at cost and from a business combination are capitalised at fair value as at the date of acquisition. Following initial recognition, the cost model is applied to the class of intangible assets. The useful lives of these intangible assets are assessed to be either finite or indefinite. Amortisation is included in the profit or loss under Depreciation and Amortisation expense.

Intangible assets with a finite useful life are tested for impairment where an indicator of impairment exists. Useful lives are also examined on an annual basis and adjustments, where applicable, are made on a prospective basis. Intangible assets with an indefinite life are tested for impairment at least annually.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(l) Intangible Assets (Continued)

Licenses

Licenses are carried at cost and amortised on a straight line basis over their useful life, expected to be five (5) years.

Software and capitalised development costs

The value of the BilltoBill payment system is carried at cost and is amortised on a straight line basis over the period during which benefits are expected to be received which is estimated to be 10 years. Amortisation commenced on 1 July 2004 which is taken to be the date that the system was considered to be available for use.

The Bill to Bill payment system has been disposed of on 1 July 2009. An impairment loss was recognised on classification as held-for-sale to fair value less costs to sell.

(m) Payables

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

(n) Property, Plant and Equipment

Plant and equipment is stated at cost less accumulated depreciation and any impairment loss.

Depreciation is calculated on a straight line basis over the estimated useful life of the asset. The following estimated useful lives are used in the calculation of depreciation.

Depreciation

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

Class of Fixed Asset	2010	2009
Plant and equipment	3 - 5 years	3 - 5 years
Computer equipment	10 - 15 years	10 - 15 years

(o) Contributed Equity

Ordinary and preference share capital is recognised at the fair value of the consideration received by the consolidated entity. Any transaction costs arising from the issue of shares are recognised directly in equity as a reduction of the share proceeds received.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(p) Earnings/(Loss) Per Share

Basic earnings/(loss) per share is determined by dividing the operating loss after tax by the weighted average number of ordinary shares outstanding during the financial year.

Diluted earnings/(loss) per share is determined by dividing the operating loss after tax adjusted for the effect of earnings on potential ordinary shares, by the weighted average number of ordinary shares (both issued and potentially dilutive) outstanding during the financial year. Dilutive EPS is the same as basic EPS, as the potential ordinary shares are not dilutive. Potential ordinary shares must be treated as dilutive when and only when the conversion to, calling of, or subscription for ordinary shares would decrease net profit (or increase loss) from continuing operations per share.

(q) Leases

Leases are classified at their inception as either operating or finance leases based on the economic substance of the agreement so as to reflect the risks and benefits incidental to ownership.

The minimum lease payments of operating leases, where the lessor effectively retains substantially all of the risks and benefits of ownership of the leased item, are recognised as an expense on a straight line basis.

(r) Provisions

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

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

(s) Revenue

Transaction fees are recorded upon billing of services to customer. Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset.

All revenue is stated net of the amount of goods and services tax (GST).

(t) Share based payments

The Group measures the cost of equity settled transactions with employees by reference to the fair value of the equity instruments at the date which they are granted. The fair value is recognised as an employee benefit expense with a corresponding increase in equity. The fair value is determined for options at the grant date using the Black-Scholes formula which takes into account the terms and conditions upon which the instruments were granted 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 is recognised over the period during which the employees become unconditionally entitled to the options.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(t) Share based payments (Continued)

The fair value of the options granted is adjusted to reflect market vesting conditions, but excludes the impact of any non-market vesting conditions. 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 expected to become 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 profit or loss with a corresponding adjustment to equity.

(u) Investments in associates

An associate is an entity over which the Group has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those operations.

The results and assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting, except when the investment is classified as held for sale, in which case it is accounted for in accordance with AASB 5 'Non-current Assets Held for Sale and Discontinued Operations'. Under the equity method, investments in associates are carried in the consolidated balance sheet at cost as adjusted for post-acquisition changes in the Group's share of any net assets of the associate, less any impairment in the value of individual investments.

Losses of an associate in excess of the Group's interest in that associate (which includes any long-term interest that, in substance, form part of the Group's share of net investment in the associate) are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

Any excess of the cost of acquisition over the Group's share of net fair value of the identifiable assets, liabilities, and contingent liabilities of the associate recognised at the date of the acquisition is recognised as goodwill. The goodwill is included within the carrying amount of the investment and is assessed for impairment as part of that investment. Any excess of the Group's share of net fair value of the identifiable assets, liabilities, and contingent liabilities over the cost of the acquisition, after reassessment, is recognised immediately in profit or loss. Where a group entity transacts with an associate of the Group, profits and losses are eliminated to the extent of the Group's interest in the relevant associate.

(v) Comparatives

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial period.

(w) Non-Current Assets Classified as Held-For-Sale and Discontinued Operations

Non-Current assets classified as held-for-sale are those assets whose carrying amounts will be recovered principally through a sale transaction rather than through continuing use. These assets are stated at the lower of their carrying amount and fair value less costs to sell and are not depreciated or amortised. Interest expense continues to be recognised on liabilities of a disposal group classified as held-for-sale.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for subsequent increases in fair value less costs to sell of an asset but not exceeding any cumulative impairment losses previously recognised.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(w) Non-Current Assets Classified as Held-For-Sale and Discontinued Operations (Continued)

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

(x) Adoption of new and revised Accounting Standards

In the current year, the Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are relevant to its operations and effective for the current annual reporting period. The adoption of these new and revised Standards and Interpretations has had no impact on the financial results of the Group.

Initial application of the following Standards and Interpretations is not expected to have any material impact on the financial report of the consolidated Group and the company:

AASB Reference	Title and Affected Standard(s)'	Nature of Change	Applicati on date:	Impact on Initial Application
AASB 2009-5 Further amendments to Australian Accounting Standards arising from the Annual Improvements Projects – Amendments to AASB 5	Non-current Assets Held for Sale and Discontinued Operations	Clarifies that disclosures required for non-current assets (or disposal groups) classified as held for sale or discontinued operations are limited to those required by AASB 5 unless: <ul style="list-style-type: none"> Disclosures are specifically required for these assets by other AASBs; or Assets and liabilities of a disposal group are not within the measurement requirements of AASB 5 and disclosures are required by other AASBs. 	Periods commencing on or after 1 January 2010	There will be no impact as these requirements are only required to be applied prospectively to disclosures for non-current assets (or disposal groups) classified as held for sale or discontinued operations.
AASB 2009-5 Further amendments to Australian Accounting Standards arising from the Annual Improvements Projects – Amendments to AASB 136	Impairment of Assets	Clarifies that CGUs to which goodwill is allocated cannot be larger than an operating segment as defined in AASB 8 <i>Operating Segments</i> before aggregation.	Periods commencing on or after 1 January 2010	There will be no impact as these requirements are only required to be applied prospectively to goodwill impairment calculations for periods commencing on or after 1 July 2010.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

ACCOUNTING POLICIES

(x) Adoption of new and revised Accounting Standards (Continued)

AASB Reference	Title and Affected Standard(s)"	Nature of Change	Application date:	Impact on Initial Application
AASB 2009-8 (issued July 2009)	Amendments to Australian Accounting Standards – Group Cash-settled Share-based Payment Transactions	Clarifies the scope and accounting for group cash-settled share-based payment transactions in the individual financial statements of an entity receiving the goods/services when that entity has no obligation to settle the share-based payment transaction. Supersedes Interpretation 8 Scope of AASB 2 and Interpretation 11 AASB 2 – Group and Treasury Share Transactions.	Periods beginning on or after 1 January 2010	There will be no impact as there are no share-based payment transactions where the entity receives goods or services with no corresponding obligation to settle the share-based payment transaction.
AASB 9 (issued December 2009)	Financial Instruments	Amends the requirements for classification and measurement of financial assets	Periods beginning on or after 1 January 2013	Due to the recent release of these amendments and that adoption is only mandatory for the 30 June 2014 year end, the entity has not yet made an assessment of the impact of these amendments.
AASB 2010-4 Further amendments to Australian Accounting Standards arising from the Annual Improvements Projects – Amendments to AASB 7	Financial Instruments: Disclosures	Deletes various disclosures relating to credit risk, renegotiated loans and receivables and the fair value of collateral held.	Periods commencing on or after 1 January 2011	There will be no impact on initial adoption to amounts recognised in the financial statement as the amendments result in fewer disclosures only.

The directors anticipate that the adoption of these Standards and Interpretations will have no material financial impact on the financial statements of the company or the Group.

These Standards and Interpretations will be first applied in the financial report of the Group that relates to the annual reporting period beginning after the effective date of each pronouncement.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 2: REVENUE

	Note	CONSOLIDATED	
		June 2010 \$	June 2009 \$
Continuing Operations			
Revenue			
- Interest Received		904,542	1,154,120
- Other Income		250	-
Total Revenue from Continuing Operations		904,792	1,154,120
Discontinuing Operations			
Revenue			
- Revenue from BilltoBill Transaction Fee		-	202,623
- Interest Received		-	2,074
Total Revenue		-	204,697
Other Income			
- Foreign Exchange Gain		-	340
- Other Income		-	294
Total Other Income		-	634
Total Revenue and Other Income from Discontinuing Operations		-	205,331

NOTE 3: DISCONTINUED OPERATIONS

The BilltoBill business (BilltoBill) was wholly owned by Astra Capital Limited and held via its wholly owned subsidiary BilltoBill HK Company Limited ("BHKCL"). BilltoBill was established in 2004 and is principally engaged in the provision of payment solutions online or via call centres to merchants in the Asia-Pacific region. The BilltoBill suite of online payment services supports various methods of e-payment via credit cards, proprietary bank credit cards and debit cards. In addition, BilltoBill provides a comprehensive outsourced payment services to merchants via call centres in China through its main office in Shanghai and a representative office in Beijing. The company has developed key relationships and formed partnerships with a number of local companies and international card organisations.

Astra Capital Limited's wholly owned subsidiary, BHKCL, entered into an agreement with Payment Services China Limited ("PSC"), wholly owned by Oncard International Limited ("ONC") to dispose of BHKCL's assets, intellectual property, trading names, contracts, customers and 100% equity interest in Yin Chan Information Technology Co. Limited, a wholly owned foreign enterprise incorporated in People's Republic of China, for consideration of \$1,160,000 which will be satisfied by ONC, the ultimate holding company of PSC, issuing a total of 5.8 million ordinary shares in the capital of ONC at a strike price of \$0.20 per ordinary share.

With effect from 1 July 2009, Oncard International Limited assumed financial and operational control of the BilltoBill operations, the China-based consumer and e-merchant solutions business.

At 30 June 2009, the carrying value of the BilltoBill assets disposed of was \$1,160,000, being the lower of their carrying amount and fair value less costs to sell.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 3: DISCONTINUED OPERATIONS (Continued)

	CONSOLIDATED	
	30 June 2010	30 June 2009
	\$	\$
CURRENT ASSETS		
Cash & Cash Equivalents	-	59,376
Trade & Other Receivables	-	86,202
Property, Plant and Equipment	-	52,674
Intangible Assets	-	969,651
Disposal Group Assets classified as Held-for-sale	-	1,167,903
CURRENT LIABILITIES		
Other Payables	-	7,903
Liabilities directly Associated with Disposal Group as Held-for-sale	-	7,903
Revenues and Expenses from Discontinued Operations are as follows:		
Revenue	-	204,697
Other Income	-	634
Expenses	-	(1,470,135)
Loss of Discontinued Operation	-	(1,264,804)
Loss Recognised on Measurement to Fair Value less Costs to Sell	-	(62,143)
Net Loss from Discontinued Operation	-	(1,326,947)
Transaction Turnover*	-	26,841,823
Gross Contribution	-	200,623

**Transaction Turnover*

Transaction turnover does not represent revenue in accordance with Accounting Standards. Turnover represents the gross value of transactions recorded

Net Cash flows attributable to the Operating, Investing and Financing Activities from discontinued operations are as follows:

Net Cash flows used in Operating Activities	-	(1,191,818)
Net Cash flows used in Investing and Financing Activities	-	(11,996)

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 4: EXPENSES

	CONSOLIDATED	
	June 2010	June 2009
	\$	\$
Finance Costs:		
- Interest Expense	716	-
- Foreign Exchange Loss	52	-
- Bank Fees	1,970	1,330
Total Finance Costs	2,738	1,330
Rental Expense on Operating Leases:		
- Occupancy Costs	-	97
Defined Contributions Superannuation Expense	16,614	16,513

During the 2009 financial year, a subsidiary loan to Astra Capital Hong Kong Holdings Company Limited was written down by \$875,390 to the recoverable amount of the net disposal group held-for-sale of \$1.16m.

NOTE 5: INVESTMENT MANAGER

Management Fees	860,596	881,866
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Collins Business Asset Management Pty Ltd (CBAM), currently is the investment manager of Astra Capital Limited.

CBAM is a wholly owned entity of 'The Taverners Group' who are a substantial shareholder in Astra Capital Limited via the three largest Astra Capital Limited shareholder holdings which total 77.54% (refer to ASX Information on page 67).

Mr Dean Matthews is the Chief Executive Officer (CEO) of CBAM and under the management agreement between Astra Capital and CBAM, has the responsibility to be the CEO and Managing Director of Astra Capital Limited.

CBAM is entitled to a management fee in any year, which is calculated and paid quarterly and is the higher of:

- \$500,000;
- the amount equivalent to 2.5 percent of the Net Asset Value (NAV) of the Astra Capital Limited; and
- the amount equivalent to 2.5 percent of the market capitalisation of Astra Capital Limited.

Based on the above criteria, the minimum fee of \$500,000 will only be payable if both the NAV and market capitalisation are below \$20.0 million.

The investment management fees are inclusive of costs formerly incurred directly by the parent entity:

- Investment Manager Board
- Executive Management
- Accounting Services
- Tax Services
- Company Secretarial and Compliance
- Office Administrative Costs
- Operational Legal Costs
- Public Relations

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 6: INCOME TAX

	Note	CONSOLIDATED	
		June 2010 \$	June 2009 \$
(a) The components of Income Tax Expense comprise:			
Current Tax		-	-
Deferred Tax		-	-
		-	-
(b) The prima facie income tax expense on pre-tax accounting profit from continuing activities is reconciled to the income tax expense as follows:			
Prima facie tax payable on losses from continuing activities before income tax at 30% (2009: 30%)			
- Consolidated Group		(1,705)	(182,527)
Add - Tax Effect Of:			
- Non-Deductible Expenses		49,861	13,484
- Current Year Tax Losses not brought to account		127,190	473,347
		175,346	304,304
Add: Tax Effect Of:			
- Temporary difference not brought to account		(3,300)	59,040
Less - Tax Effect Of:			
- Share of profit from associates		(172,046)	(363,344)
Income Tax Attributable to Entity		-	-
Weighted average effective tax rates are as follows:			
		-	-

Cumulative tax losses and temporary differences for which a deferred tax asset has not been recognised has been disclosed in Note 18.

NOTE 7: KEY MANAGEMENT PERSONNEL

(a) Names and Positions held of consolidated group and parent entity key management personnel in office at any time during the current and previous financial years are:

Key Management Person	Position
Mr. Stephen Lucas	Non-Executive Director
Mr. Greg Rooke	Non-Executive Director
Mr. Clive Hooke	Non-Executive Director & Chairman
Mr. Dean Matthews	Managing Director & CEO
Mr. Yang Lei	Executive Director BilltoBill (Resigned 1 October 2009)

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 7: KEY MANAGEMENT PERSONNEL (Continued)

Options and Rights Holdings

Number of Options of Astra Capital Limited Held by Key Management Personnel

Number of Options Held by Key Management Personnel 2010	Balance 1 July 2009	Granted as Compensation	Net Change Other*	Balance 30 June 2010	Total Vested 30 June 2010	Total Vested & Exercisable 30 June 2010	Total Vested & Unexercisable 30 June 2010
Key Management Personnel							
Mr. Stephen Lucas	7,000	-	-	7,000	7,000	7,000	-
Mr. Greg Rooke	-	-	-	-	-	-	-
Mr. Clive Hooke	-	-	-	-	-	-	-
Mr. Dean Matthews	-	-	-	-	-	-	-
Mr. Yang Lei [^]	-	-	-	-	-	-	-
	7,000	-	-	7,000	7,000	7,000	-

* Net change other refers to options or shares purchased or sold during the financial year. In addition at the EGM held on the 24 April 2009 shareholders approved the consolidation of the Company's shares and options on a 100:1 basis.

[^]Director Resigned during the financial year.

Number of Options of Astra Capital Limited Held by Key Management Personnel

Number of Options Held by Key Management Personnel 2009	Balance 1 July 2008	Granted as Compensation	Net Change Other*	Balance 30 June 2009	Total Vested 30 June 2009	Total Vested & Exercisable 30 June 2009	Total Vested & Unexercisable 30 June 2009
Key Management Personnel							
Mr. Stephen Lucas	700,000	-	(693,000)	7,000	7,000	7,000	-
Mr. Greg Rooke	-	-	-	-	-	-	-
Mr. Clive Hooke	-	-	-	-	-	-	-
Mr. Dean Matthews	-	-	-	-	-	-	-
Mr. Yang Lei	-	-	-	-	-	-	-
	700,000	-	(693,000)	7,000	7,000	7,000	-

* Net change other refers to options or shares purchased or sold during the financial year. In addition at the EGM held on the 24 April 2009 shareholders approved the consolidation of the Company's shares and options on a 100:1 basis.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 7: KEY MANAGEMENT PERSONNEL (Continued)

(c) Shareholdings

Number of Shares of Astra Capital Limited held by Key Management Personnel

2010	Balance 1 July 2009	Received as Compensation	Options Exercised	Net Change Other **	Balance 30 June 2010
Mr. Stephen Lucas	3,000	-	-	27,500	30,500
Mr. Greg Rooke	4,200	-	-	-	4,200
Mr. Clive Hooke	10,000	-	-	-	10,000
Mr. Dean Matthews	32,500	-	-	135,375	168,630
Mr. Yang Lei [^]	163,347	-	-	(163,347)	-
	213,047	-	-	(574)	213,330

** Net change other refers to options or shares purchased or sold during the financial year.

[^]Director Resigned during the financial year.

2009	Balance 1 July 2008	Received as Compensation	Options Exercised	Net Change Other *	Balance 30 June 2009
Mr. Stephen Lucas	300,000	-	-	(297,000)	3,000
Mr. Greg Rooke	245,000	-	-	(240,800)	4,200
Mr. Clive Hooke	1,000,000	-	-	(990,000)	10,000
Mr. Dean Matthews	400,000	-	-	(367,500)	32,500
Mr. Yang Lei	16,664,210	-	-	(16,500,863)	163,347
	18,609,210	-	-	(18,396,163)	213,047

* Net change other refers to options or shares purchased or sold during the financial year. In addition at the EGM held on the 24 April 2009 shareholders

(d) Aggregate Compensation made to Key Management Personnel

	CONSOLIDATED		
	Note	June 2010 \$	June 2009 \$
Short-term Employee Benefits		260,588	461,641
Post-Employment Benefits		16,514	16,513
Other Long-term Benefits		-	-
Termination Benefits		-	-
Share-Based Payment		-	-
		277,102	478,154

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 8: AUDITORS' REMUNERATION

	Note	CONSOLIDATED	
		June 2010 \$	June 2009 \$
Remuneration of the Auditor of the parent entity for:			
- Auditing or Reviewing the Financial Report		60,274	56,725
- Accounting Advice		-	7,500
Related practices of the Auditor of the parent entity for:			
- Taxation Services in relation to in-specie return of Oncard		3,434	-
- Tax Advice for the divestment of BilltoBill		-	6,407
- Tax Services in relation to BilltoBill Hong Kong		-	6,252
		63,708	76,884
Other Auditors			
- Auditing or Reviewing the Financial Report		5,000	10,000
- Other Services		-	5,000
		68,708	91,884

The Auditor of Astra Capital Limited and Astra Capital Hong Kong Holdings Company Limited is BDO Audit (NSW-VIC) Pty Ltd and the China based subsidiaries were audited by BDO China Shu Lun Pan CPA Limited in 2009. Tax advice for the divestment of BilltoBill was provided by BDO Tax Limited Hong Kong.

NOTE 9: EARNINGS PER SHARE

(a) Reconciliation of Earnings to Profit or (Loss):

Loss used to calculate Basic EPS	(5,683)	(608,422)
Loss used in calculated of Dilute EPS	(5,683)	(608,422)

	No.	No.
(b) Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS	20,926,320	20,926,320
(c) Weighted average number of diluted ordinary shares outstanding during the year used in calculating diluted EPS	20,926,320	20,926,320
(d) Weighted average number of options outstanding	66,143	70,429

The above potential ordinary shares are not dilutive and are therefore excluded from the weighted average number of ordinary shares for the purpose of diluted earnings per share because they are out of the money.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 10: CASH AND CASH EQUIVALENTS

	CONSOLIDATED GROUP	
	2010	2009
	\$	\$
Cash & Cash Equivalents		
Cash at Bank and In Hand	14,870,893	16,322,354
	14,870,893	16,322,354
Reconciliation Of Cash		
Cash at the end of the financial year as shown in the Statement of Cash Flows is reconciled to items in the Financial Position as follows:		
Cash and Cash Equivalents	14,870,893	16,322,354
	14,870,893	16,322,354

NOTE 11: TRADE AND OTHER RECEIVABLES

CURRENT

Other Receivables	21,757	90,052
Amounts Receivable from:		
- Sundry Debtors	173,612	99,117
- Goods and Services Tax	19,075	44,060
	214,444	233,229

NOTE 12: OTHER FINANCIAL ASSETS

NON-CURRENT

Loans and receivables – Convertible Notes	2,250,000	2,000,000
Total Other Financial Assets	2,250,000	2,000,000

On 30 April 2009 Astra Capital Limited concluded a transaction to provide strategic growth to Taylor Rail Australia Pty Ltd (TRA) in the form of a convertible note of up to \$4m (\$2.25m drawn down at 30 June 2010 with Taylor Rail having the option to draw another \$1.75m), with an option to convert to a 51% equity stake in the company. Astra Capital Limited also holds a fixed and floating charge over all assets of TRA.

The fair value of the convertible note is not materially different to the carrying value.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 13: INVESTMENTS IN ASSOCIATES ACCOUNTED USING THE EQUITY METHOD

As at reporting date Astra Capital Limited holds 29.47% of issued capital in Oncard International Limited, which is a company incorporated in Australia. Oncard International Limited is a leading manager and issuer of loyalty, reward and payment programs in the Asia Pacific region.

NON-CURRENT

Opening Balance 1 July	15,179,250	13,845,824
Additional Investment in Oncard International Limited	1,638,997	-
Share of Profit, Equity Accounted	573,487	1,211,148
Share of Reserve Amount, Equity Accounted	(273,086)	122,278
	17,118,648	15,179,250

(a) Equity accounted profits of associates are broken down as follows:

Share of Associates Profit before Income Tax Expense	616,513	658,699
Share of Associates Income Tax Benefit	(43,026)	552,449
	573,487	1,211,148

(b) Summarised presentation of Aggregate Assets, Liabilities and Performance of Associates

Current Assets	16,324,000	14,915,000
Non-Current Assets	21,921,000	19,250,000
Total Assets	38,245,000	34,165,000
Current Liabilities	1,726,000	974,000
Non-Current Liabilities	-	3,000
Total Liabilities	1,726,000	977,000
Net Assets	36,519,000	33,188,000
Revenues	10,032,000	7,737,000
Profit after Income Tax of Associate Attributable to Members	1,525,000	4,628,000

Astra Capital Limited currently holds 52,223,223 ordinary shares in Oncard International Limited. At 30 June 2010 the closing price of Oncard International Limited as quoted on the ASX was 8.00 cents per share (2009: 18.00 cents), which equates to a market value of \$4,177,858 (2009: \$7,906,180). The directors of Astra Capital Limited have determined that the equity accounted investment is not impaired based on the present value of the estimated future cash flows determined using an internally generated discounted cashflow model for each of the business units of Oncard International Limited.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 14: CONTROLLED ENTITIES

(a) Controlled Entities Consolidated

Parent Entity:	COUNTRY OF INCORPORATION	PERCENTAGE OWNED (%)	
		2010	2009
Astra Capital Limited	Australia		
Subsidiaries Astra Capital Ltd:			
Astra Capital Hong Kong Holdings Company Ltd	Hong Kong	100.00%	100.00%
Subsidiary entities of Astra Capital Hong Kong Holdings Company Ltd			
- Yin Chang Information Technology (Shanghai) Company Limited	China	0.00%	100.00%
- Shanghai Keh Hai Network Technology Co. Ltd ⁽¹⁾	China	0.00%	99.50%
- Shanghai Yi Fu Tong Information Technology Co. Ltd. ⁽¹⁾	China	0.00%	99.50%
Astra Infrastructure No 1 Unit Trust	Australia	100.00%	100.00%
Rail Group Australia Pty Ltd	Australia	100.00%	0.00%

⁽¹⁾ Astra Capital Hong Kong Holdings Company Ltd beneficially owns 99.50% of the profits generated by Shanghai Ke Hai Network Technology Co. Ltd. and Shanghai Yi Fu Tong Information Technology Co. Ltd.

During the 2008 financial year, Astra Capital Hong Kong Holdings Company Ltd was incorporated with issued capital of HK\$2.

Note:

- All investments in controlled entities are in fully paid ordinary shares.
- There are no deeds of cross guarantee in place between the consolidated entity and any of its subsidiaries.

NOTE 15: PROPERTY, PLANT & EQUIPMENT

	CONSOLIDATED	
	2010	2009
	\$	\$
PLANT AND EQUIPMENT		
Plant and Equipment:		
At Cost	-	-
Accumulated Depreciation	-	-
Accumulated Impairment Losses	-	-
	-	-
Total Plant and Equipment	-	-

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 15: PROPERTY, PLANT & EQUIPMENT (Continued)

(a) Movements in Carrying Amounts

Movements in carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year.

	Plant and Equipment \$	Computer Equipment \$	Total \$
Consolidated Group:			
Balance at 1 July 2008	-	52,828	52,828
Additions	-	11,996	11,996
Disposals	-	-	-
Depreciation Expense	-	(12,150)	(12,150)
Write-off Of Assets	-	-	-
Disposal group classified as held-for-sale		(52,674)	(52,674)
Balance at 30 June 2009	-	-	-
Additions	-	-	-
Disposals	-	-	-
Depreciation Expense	-	-	-
Write-off Of Assets	-	-	-
Disposal Group classified as Held-for-sale	-	-	-
Balance at 30 June 2010	-	-	-

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 16: INTANGIBLE ASSETS

	CONSOLIDATED	
	June 2010	June 2009
	\$	\$
Software		
Cost	-	23,177
Accumulated Amortisation	-	(18,123)
Disposal Group classified as Held-for-sale *	-	(5,054)
Net Carrying Value	-	-
Trademarks and Licenses		
Cost	-	249,074
Accumulated Amortisation & Impairment	-	(72,334)
Disposal Group classified as Held-for-sale *	-	(176,740)
Net Carrying Value	-	-
Development Costs (Internally Generated)		
Cost	-	14,227,634
Accumulated Amortisation & Impairment	-	(13,439,777)
Disposal group Classified as Held-for-sale *	-	(787,857)
Net Carrying Value	-	-
Total Intangible Assets	-	-

- (a) The impairment of the intangible asset in the financial year ended 30 June 2010 is \$Nil (2009: \$62,143). The impairment in the previous financial year arose on reclassification of the asset as held-for-sale at fair value less costs to sell.
- (b) Licenses are carried forward at cost and will be amortised on a straight line bases over their useful life once they are ready for their intended use. These licenses allow the entity to commence transactions and commercialisation of the BilltoBill payment system for the Chinese market.

*Intangible assets were reclassified as Disposal group classified as held-for-sale, refer to Note 3 for additional information.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 16: INTANGIBLE ASSETS (Continued)

Consolidated Group	Software \$	Trademark & Licenses \$	Development Costs \$	Total \$
Year Ended 30 June 2009				
Balance at the beginning of Year	17,844	230,795	950,000	1,198,639
Additions	-	-	-	-
Acquisitions through Business Combinations	-	-	-	-
Disposals	-	-	-	-
Amortisation Charge	(12,790)	(54,055)	(100,000)	(166,845)
Impairment Losses	-	-	(62,143)	(62,143)
Disposal Group classified as Held-for-sale *	(5,054)	(176,740)	(787,857)	(969,651)
Closing Carrying Value at 30 June 2009	-	-	-	-
Year Ended 30 June 2010				
Balance at the beginning of Year	-	-	-	-
Additions	-	-	-	-
Acquisitions through Business Combinations	-	-	-	-
Disposals	-	-	-	-
Amortisation Charge	-	-	-	-
Impairment Losses	-	-	-	-
Disposal Group classified as Held-for-sale *	-	-	-	-
Closing Carrying Value at 30 June 2010	-	-	-	-

*Intangible assets were reclassified as Disposal Group classified as Held-for-sale, refer to Note 3 for additional information.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 17: TRADE AND OTHER PAYABLES

	CONSOLIDATED	
	June 2010 \$	June 2009 \$
CURRENT		
Unsecured Liabilities		
Trade Payables	55,080	137,951
	55,080	137,951
Sundry Payables and Accrued Expenses	254,494	284,258
Amounts Payable to:		
- Other Related Parties	-	-
- Key Management Personnel Related Entities	-	-
	254,494	284,258
	309,574	422,209

NOTE 18: DEFERRED TAX LIABILITY

Liabilities

CURRENT

Income Tax	-	-
Total	-	-

Liabilities

NON-CURRENT

Consolidated Group	Opening Balance \$	Charged to Income \$	Charged Directly to Equity \$	Changes in Tax Rate \$	Exchange Differences \$	Closing Balance \$
Deferred Tax Liability						
Intangible Assets	-	-	-	-	-	-
Future Income Tax Benefits Attributable to Tax Losses	-	-	-	-	-	-
Balance as at 30 June 2009	-	-	-	-	-	-
Intangible Assets	-	-	-	-	-	-
Future Income Tax Benefits Attributable to Tax Losses	-	-	-	-	-	-
Balance as at 30 June 2010	-	-	-	-	-	-

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 18: DEFERRED TAX LIABILITY (Continued)

Liabilities NON-CURRENT

	Opening Balance	Charged to Income	Charged Directly to Equity	Changes in Tax Rate	Exchange Differences	Closing Balance
Consolidated Group	\$	\$	\$	\$	\$	\$
Deferred Tax Assets						
Unused tax Losses for which no deferred tax asset has been recognised	12,634,698	1,831,569	-	-	-	14,466,267
Deductable temporary differences for which no deferred tax assets have been recognised	(12,634,698)	(1,831,569)	-	-	-	(14,466,267)
Balance as at 30 June 2009	-	-	-	-	-	-
Unused tax Losses for which no deferred tax asset has been recognised	14,466,267	1,357,875	-	-	-	15,824,142
Deductable temporary differences for which no deferred tax assets have been recognised	(14,466,267)	(1,357,875)	-	-	-	(15,824,142)
Balance as at 30 June 2010	-	-	-	-	-	-

Deferred tax assets not brought to account, the benefits of which will only be realised if the conditions for deductibility set out in Note 1(k) occur:

- Temporary Differences \$401,926 (2009: \$641,390) Consolidated;
- Tax Losses: Operating Losses \$15,824,143 (2009: \$14,466,268) Consolidated;
- Tax Losses: Capital Losses \$Nil (2009: \$Nil)

NOTE 19: PROVISION FOR EMPLOYEE ENTITLEMENTS

		CONSOLIDATED	
	Note	June 2010 \$	June 2009 \$
CURRENT			
Employee Benefits			
Provision for Annual Leave		-	-
		-	-

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 20: ISSUED CAPITAL

	CONSOLIDATED			
	June 2010		June 2009	
	\$		\$	
20,926,320 (2009: 20,926,320) Fully paid Ordinary Shares	88,955,561		88,955,561	
	88,955,561		88,955,561	
	June 2010	June 2010	June 2009	June 2009
	No.	\$	No.	\$
At the beginning of the Reporting Period	20,926,320	88,955,561	2,092,689,331	88,955,561
Shares Issued during the Year:				
- 24 April 2009 (Share Consolidation 100:1)	-	-	(2,071,763,011)	-
Share Issue Costs	-	-	-	-
At Reporting Date	20,926,320	88,955,561	20,926,320	88,955,561

At the EGM held on the 24 April 2009 shareholders approved the consolidation of the Company's shares and options on a 100:1 basis.

Ordinary shares have the right to receive dividends as declared and, in the event of winding up the company, to participate in the proceeds of sale of all surplus assets in proportion to the number of and amount paid up on shares held.

Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the company.

Option holders do not, by virtue of the option, have any voting right and cannot participate in any share issue by the company or body corporate, unless the options are exercised before the record date for determining entitlements to the relevant pro rata issue.

Capital risk management

Management controls the capital of the group in order to provide shareholders with returns through capital growth in the medium to long term and ensure that the group can fund its operations and continue as a going concern.

At 30 June 2010 and 30 June 2009 Astra Capital Limited does not have any externally imposed capital requirements. Management considers Total Equity to be capital.

Management recognises that the group's capital will fluctuate in accordance with market conditions and must be effectively managed by assessing the entity's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders, share buy backs and share issues.

There has been no change in strategy adopted by management to control the capital of the Group since the prior year. Astra Capital Limited does not have any debt at 30 June 2010 (2009: Nil).

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 21: RESERVES AND ACCUMULATED LOSSES

		CONSOLIDATED	
		June 2010	June 2009
		\$	\$
		Note	
(a) Accumulated Losses			
Balance at Beginning of Year		(54,732,776)	(54,124,354)
Net Loss Attributable to Members of AKR		(5,683)	(608,422)
Balance at End of Year		(54,738,459)	(54,732,776)
(b) Options Reserve			
Balance at Beginning of Year		272,480	285,474
Options Forfeited		-	(12,994)
Balance at End of Year	21(c)	272,480	272,480
Nature and Purpose of Reserve			
(c) Options Reserve			
The Option Reserve is used to recognise the fair value of options issued to employees and key management personnel.			
(d) Foreign Currency Translation Reserve			
Balance at Beginning of Year		(19,284)	36,812
Share of associates reserve		(273,086)	125,635
Foreign Exchange Movements		(49,444)	(181,731)
Balance at End of Year	21(e)	(341,814)	(19,284)
Nature and Purpose of Reserve			
(e) Foreign Currency Translation Reserve			
The Foreign Currency Translation Reserve records exchange differences arising on translation of a foreign controlled subsidiary			
(f) Share Based Payment Reserve			
Balance at Beginning of Year		(3,357)	-
Share of Associates Reserve		-	(3,357)
Balance at End of Year	21(g)	(3,357)	(3,357)
Nature and Purpose of Reserve			
(g) Share-Based Payment Reserve			
The Share-Based Payment Reserve is used to record the value of equity benefit provided as part of agreements entered into by the company during the year.			

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 22: CONTINGENCIES

The Company is aware of a litigation claim that was brought before the Federal Court of NSW on 7 September 2009 by SINO-US Technology (Tianjin) Company Ltd. At this time Management, Directors and Legal Counsel are of the opinion that this matter is not material and as such does not believe it would require adjustment to or disclosure in, the financial report. Management and the Board will monitor this matter closely and regularly against the continuous disclosure rules.

Other than the above, there are no contingent assets or liabilities for the period.

NOTE 23: SEGMENT REPORTING

Segment Products and Locations

The directors believe that the investments held by the entities in the group constitute business activities as demonstrated in the table below.

	INVESTMENTS & CONTINUED OPERATIONS		DISCONTINUED OPERATIONS		TOTAL	
	AUSTRALIA		CHINA		2010	2009
	2010	2009	2010	2009		
	\$	\$	\$	\$	\$	\$
(i) SEGMENT PERFORMANCE	904,792	1,154,120	-	205,331	904,792	1,359,451
External Revenue	-	-	-	-	-	-
Total Segment Revenue	904,792	1,154,120	-	205,331	904,792	1,359,451
<i>Reconciliation of Segment Revenue to Group Revenue</i>						
Inter-Segment Elimination					-	-
Total Group Revenue					904,792	1,359,451
Segment (Loss)/Profit Before Income Tax	(579,170)	(492,623)	-	(1,326,947)	(579,170)	(1,819,570)
<i>Reconciliation of Segment Result to Group Profit/(Loss)</i>						
Equity Accounted Profits of Associates	573,487	1,211,148	-	-	573,487	1,211,148
Net (Loss)/Profit Before Income Tax	(5,683)	718,525	-	(1,326,947)	(5,683)	(608,422)
(ii) SEGMENT ASSETS						
Segment Assets	17,335,337	18,555,583	-	1,167,903	17,335,337	19,723,486
Investments in Associates	17,118,648	15,179,250	-	-	17,118,648	15,179,250
Total Group Assets	34,453,985	33,734,833	-	1,167,903	34,453,985	34,902,736
(iii) SEGMENT LIABILITIES						
Segment Liabilities	309,574	422,209	-	7,903	309,574	430,112
Total Group Liabilities	309,574	422,209	-	7,903	309,574	430,112

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 24: CASH FLOW INFORMATION

	CONSOLIDATED	
	2010	2009
	\$	\$
Reconciliation of Cash Flow from Operations with Loss after Income Tax		
Loss after Income Tax	(5,683)	(608,422)
Cash Flows excluded from Loss Attributable to Operating Activities:		
Non-Cash Flows in Loss		
- Amortisation	-	166,845
- Depreciation	-	29,328
- Unrealised Gain on Foreign Currency	(53)	(340)
- Impairment Loss	-	62,143
- Share of Associated Companies Net Profit after Income Tax and dividends	(573,487)	(1,211,149)
Changes in Assets & Liabilities, net of the Effects of Purchase and Disposal of Subsidiaries:		
(Increase)/Decrease in Trade and Term Receivables	(10,985)	(381,908)
(Increase)/Decrease in Prepayments	(19,566)	-
Increase/(Decrease) in Trade Payables & Accruals	(112,636)	141,945
Increase/(Decrease) in Provisions	-	(6,472)
Cash Flow from Operations	(722,410)	(1,808,029)

ASTRA CAPITAL LIMITED

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NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 25: SHARE-BASED PAYMENTS

The following share-based payment arrangements existed at 30 June 2010:

The employee Incentive Option Scheme has been established where executives, consultants and certain members of the staff of the consolidated entity are issued with incentive options over the ordinary shares of Astra Capital Limited. The options, issued for nil consideration, are issued in accordance with the performance guidelines established by the Directors of Astra Capital Limited. The options are issued for a term of 5 years. The options cannot be transferred and will not be quoted on the ASX. There are no voting rights attached to these options.

	CONSOLIDATED			
	2010		2009	
	Number Of Options	Weighted Average Exercise Price \$	Number of Options	Weighted Average Exercise Price \$
Outstanding at the beginning of the year	70,429	3.159	9,064,287	0.026
Capital Reconstruction	-	-	(8,981,501)	2.845
Granted	-	-	-	-
Forfeited	-	-	(4,500)	2.887
Exercised	-	-	-	-
Lapsed	(4,287)	2.085	(7,857)	2.053
Outstanding at Year-End	66,142	3.365	70,429	3.159
Vested and Exercisable at Year-End	66,142	3.365	70,429	3.159

There were no options issued or exercised during the years ended 30 June 2010 and 30 June 2009. All options are expensed through the profit and loss when issued.

The options outstanding at 30 June 2010 had a weighted average exercise price of \$3.365 (2009: \$3.159) and a weighted average life of 2 years (2009: 3 years). Exercise prices range from \$1.5 to \$10.5, vesting dates range from December 2006 to February 2012, and there are no market vesting requirements in respect of options outstanding at 30 June 2010 (2009: Nil).

Options lapsed during the year relate to option series 3 and 15 that had expiry dates of 26 November 2009 and 30 June 2010.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 26: EVENTS AFTER REPORTING DATE

To the period ending 30 June 2010 the Company has contemplated a number of restructure options aimed at maximising Shareholder value and future investment returns. Subsequent to the 30 June close, and in accordance with the rail industry focus the Company has:

- Announced an extraordinary general meeting to be held on 23 September 2010, where Shareholders have been asked to approve the return of the Oncard International Limited (ASX:ONC) assets held by the Company, to Astra shareholders delivering approximately 2.49 ONC shares per Astra share, or an effective capital distribution of \$0.332 per share.
- Also at the same extraordinary general meeting, Shareholders have been asked to approve the termination of the Investment Management Agreement with Collins Business Asset Management Pty Ltd (CBAM), a company wholly owned by Taverners Group.

Refer to Note 5 for further information.

The financial report was authorised for issue on the 31 August 2010 by the board of directors.

NOTE 27: PARENT ENTITY

	2010	2009
	\$	\$
Current Assets	14,984,238	16,459,097
Non-Current Assets	17,337,956	16,564,764
Total Assets	32,322,194	33,023,861
Current Liabilities	309,674	322,209
Non-Current Liabilities	-	-
Total Liabilities	309,674	322,209
Issued Capital	88,955,561	88,955,561
Reserves	272,480	272,480
Accumulated Losses	(57,215,521)	(56,526,389)
Shareholders' Equity	32,012,520	32,701,652
Profit/(Loss)	(689,133)	(1,390,585)
Total Comprehensive Income	(689,133)	(1,390,585)

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 27: PARENT ENTITY (Continued)

Inter-company receivables are non-interest bearing and do not have a repayment term.

The parent entity made an unsecured interest free loan to its wholly-owned subsidiary entity Bill to Bill Hong Kong Company Ltd to continue the development and commercialisation of the BilltoBill payment system in China. The parent entity also made an unsecured interest free loan to its wholly-owned subsidiary Astra Infrastructure No 1 Unit Trust, to facilitate the Taylor Rail Australia Pty Ltd convertible note. Refer to Note 12 for further information.

	2010	2009
	\$	\$
Amounts Receivable from:		
- Bill to Bill Hong Kong Company Ltd	1,804,192	1,160,000
- Astra Infrastructure No 1 Unit Trust	2,137,081	2,008,081
	<u>3,941,273</u>	<u>3,168,081</u>

NOTE 28: FINANCIAL RISK MANAGEMENT

The Group's financial instruments consist mainly of deposits with banks, convertible loan notes, investments in listed entities, accounts receivable and accounts payable.

The Group manages its exposure to key financial risks, including interest rate and currency risk in accordance with their financial risk management policy. The objective of the policy is to support the delivery of financial targets whilst protecting future financial security.

The main risks arising from the Group's financial instruments are interest rate risk, foreign currency risk, credit risk and liquidity risk. The Group uses different methods to measure and manage different types of risks to which it is exposed. These include monitoring levels of exposure to interest rate and foreign exchange risk and assessments of market forecasts for interest rate, foreign exchange and commodity prices. Ageing analyses and monitoring of specific credit allowances are undertaken to manage credit risk, liquidity risk is monitored through the development of future rolling cash flow forecasts.

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

Primary responsibility for identification and control of financial risks rests with the Financial Risk Management Committee under the authority of the Board. The Board reviews and agrees policies for managing each of the risks identified below, including the implementation of hedging cover of foreign currency and interest rate risk, credit allowances, and future cash flow forecast projections.

Investments in associate that are accounted for using the equity method on consolidation, and accounted for at cost in the parent, are not included in this disclosure. Refer to Note 13 for further information.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 28: FINANCIAL RISK MANAGEMENT (Continued)

Financial Risk Management Policies

Fair values are those amounts at which an asset could be exchanged, or liability settled, between knowledgeable, willing parties in an arm's length transaction. Fair values derived may be based on information that is estimated or subject to judgement, where changes in assumptions may have a material impact on the amounts estimated.

(i) Credit Risk

Credit risk arises from the financial assets of the entity, which comprise cash and cash equivalents, trade and other receivables and convertible notes. The Group's exposure to credit risk arises from potential default of the counter party, with a maximum exposure equal to the carrying amount of these instruments. The Groups current exposure is \$17,335,337 (2009: \$18,555,583) and management believes that these assets need not be impaired.

The Group does not hold any credit derivatives to offset its credit exposure. Receivable balances are monitored on an ongoing basis with the result that the entity's exposure to bad debts is not significant.

(ii) Foreign Exchange Risk

The Group is exposed to fluctuations in foreign currencies arising from the sale and purchase of goods, services and investments in currencies other than the Group entities' functional currencies. The Group operates internationally and is exposed to foreign exchange risk arising from currency exposures to the US dollar, Hong Kong Dollar and Chinese Remnimb. The Directors believe that this risk is relatively low and does not pose a material risk to the Group.

(iii) Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities. The Group's objective is to maintain sufficient cash and cash equivalents to meet the needs of operations through cash flow monitoring and forecasting.

(iv) Interest Rate Risk

Financial assets are not hedged and are exposed to variable interest rate risk. The directors believe that this exposure is relatively low and does not pose a material risk to the entity. The Group's exposure to interest rate risks and the effective interest rates of financial assets and financial liabilities, both recognised and unrecognised at balance date, are as follows:

a) Financial Instruments

(i) Interest Rate Risk

The Group's exposure to interest rate risk, which is the risk that the financial instruments value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on classes of financial assets and financial liabilities, is as follows:

	Weighted Average Effective Interest		Float Interest Rate \$		Fixed Interest Rate Maturing			
					Within Year \$		1 to 5 years \$	
	2010	2009	2010	2009	2010	2009	2010	2009
Financial Assets:								
Cash and Cash Equivalents	4.83%	6.19%	195,893	20,290	14,675,000	16,302,064	-	-
Convertible Notes	9.00%	9.00%	-	-	-	-	2,250,000	2,000,000
Total Financial Assets			195,893	20,290	14,675,000	16,302,064	2,250,000	2,000,000

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 28: FINANCIAL RISK MANAGEMENT (Continued)

a) Financial Instruments (Continued)

(i) Interest Rate Risk (Continued)

	Fixed Interest rate Maturing Over 5 years		Non-Interest Bearing		Total	
	2010	2009	2010	2009	2010	2009
	\$		\$		\$	
Financial Assets:						
Cash and Cash Equivalents	-	-	-	-	14,870,893	16,322,354
Convertible Notes	-	-	-	-	2,250,000	2,000,000
Receivables	-	-	214,444	233,229	214,444	233,229
Total Financial Assets	-	-	214,444	233,229	17,335,337	18,555,583
Financial Liabilities:						
Amounts Payable Related Parties	-	-	309,574	422,209	309,574	422,209
Total Financial Liabilities	-	-	309,574	422,209	309,574	422,209

(ii) Liquidity Risk

The Group's exposure to liquidity risk, which is the risk that the Group will not be able to meet and pay its debts when they fall due, is as follows.

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

	CONSOLIDATED	
	2010	2009
	\$	\$
Less than 6 months	309,574	422,209
	309,574	422,209

(iii) Credit Risk

Credit risk arises from the financial assets of the Group, which comprise cash and cash equivalents, trade and other receivables, and the convertible note. The Group's exposure to credit risk arises from potential default of the counter party, with a maximum exposure equal to the carrying amount of these instruments.

	Note	Net Carrying		Net Carrying	
		Value	Net Fair Value	Value	Net Fair Value
		2010	2010	2009	2009
		\$	\$	\$	\$
Consolidated					
Financial Assets					
Cash and Cash Equivalents	i	14,870,893	14,870,893	16,322,354	16,322,354
Trade and Other Receivables	i	214,444	214,444	233,229	233,229
Convertible Note	ii	2,250,000	2,250,000	2,000,000	2,000,000
Total Financial Assets		17,335,337	17,335,337	18,555,583	18,555,583
Financial Liabilities					
Trade and Other Payables	i	309,578	309,578	422,209	422,209
Total Financial Liabilities		309,574	309,574	422,209	422,209

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 28: FINANCIAL RISK MANAGEMENT (Continued)

a) Financial Instruments (Continued)

(iii) Credit Risk (Continued)

The fair values disclosed in the above table have been determined based on the following methodologies:

- i) Cash and cash equivalents, trade and other receivables and trade and other payables are short-term instruments in nature whose carrying value is equivalent to fair value. Trade and other payables exclude amounts provided for related to annual leave which is not considered a financial instrument.
- ii) For listed available-for-sale and held-for-trading financial assets, closing quoted bid prices at reporting date are used. The directors have determined that the fair values of unlisted available-for-sale financial assets cannot be reliably measured as variability in the range of reasonable fair value estimates is significant. Consequently, such assets are recognised at cost and their fair values have also been stated at cost in the table above.

(iv) Foreign Currency Risk

At the 30 June 2010, the Group had the following exposure to US Dollar and Chinese Remnimbi currencies that are not designated in cash flow hedges:

	CONSOLIDATED	
	2010	2009
	\$	\$
Financial Assets in US Dollar:		
Cash and cash equivalents	-	2,109
Net exposure	-	2,109
Financial Assets in Chinese Remnimbi:		
Cash and cash equivalents	-	59,376
Receivables	-	145,579
Net exposure	-	204,955

(v) Fair Values

The fair values of the Group's current assets and liabilities are carried at amounts that equal their fair value.

(vi) Sensitivity Analysis

The entity has performed a sensitivity analysis relating to its exposure to interest rate risk and foreign currency risk at balance date. This sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in these risks.

At 30 June 2010, the effect on profit and equity as a result of changes in the interest rate, with all other variables remaining constant would be as follows:

Interest Rate Risk

Change in Profit

- Increase in interest rate by 0.50%	85,604	81,612
- Decrease in interest rate by 0.50%	(85,604)	(81,612)

Change in Equity

- Increase in interest rate by 0.50%	85,604	81,612
- Decrease in interest rate by 0.50%	(85,604)	(81,612)

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2010

NOTE 28: FINANCIAL RISK MANAGEMENT (Continued)

a) Financial Instruments (Continued)

(vi) Sensitivity Analysis (Continued)

At 30 June 2010 the Group is exposed to foreign exchange risk arising from currency exposed to the US Dollar, Hong Kong Dollar and Chinese Yuan. No sensitivity analysis is performed as at 30 June 2009 since the Group divested from their overseas operations from which these risks arose on 1 July 2009.

NOTE 29: RELATED PARTY TRANSACTIONS

	CONSOLIDATED	
	2010	2009
	\$	\$

Related party transactions with Key Management Personnel

Collins Business Asset Management Pty Ltd (CBAM) is an entity in which Mr. Dean Matthews is CEO. CBAM provides Investment Management Services to Astra Capital Ltd and charges a management fee. Refer to Note 5 for additional information.

	860,596	881,866
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Oncard International Limited (Oncard) is publically listed entity on the Australian Securities Exchange, in which Mr Dean Matthews is a Non-Executive Director. Astra Capital Limited holds 29.47% of the ordinary issued capital in Oncard giving it significant influence over Oncard. During the year, Astra Capital Limited completed an agreement with Oncard to divest its interest in the BilltoBill Business for \$1,160,000 on 1 July 2009.

(a) Amounts unpaid at Year End

Collins Business Asset Management Pty Ltd (CBAM)

	216,881	216,809
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NOTE 30: COMPANY DETAILS

The Registered Office of the Company is:

Astra Capital Limited
Level 6, 350 Collins Street
MELBOURNE VIC 3000

ASTRA CAPITAL LIMITED

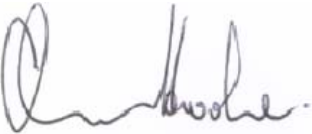
ABN 16 000 690 308 and Controlled Entities

DIRECTORS' DECLARATION

The Directors of the Company declare that:

- 1 the financial statements and notes, as set out on pages 22 to 63, are in accordance with the Corporations Act 2001 and:
 - (a) comply with Accounting Standards and the Corporations Regulations 2001; and
 - (b) give a true and fair view of the financial position as at 30 June 2010 and of the performance for the year ended on that date of the consolidated entity. The company has included in the notes to the financial statements an explicit and unreserved Statement of compliance with International Financial Reporting Standards.
- 2 the Chief Executive Officer and Chief Finance Officer have each declared that:
 - (a) the financial records of the company for the financial year have been properly maintained in accordance with section 286 of the Corporations Act 2001;
 - (b) the financial statements and notes for the financial year comply with the Accounting Standards and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board; and
 - (c) the financial statements and notes for the financial year give a true and fair view of the financial position as at 30 June 2010 and of the performance for the year ended on that date.
- 3 in the Directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Directors.



Clive Hooke
Director

Signed at Melbourne this 31st day of August 2010

INDEPENDENT AUDITOR'S REPORT

To the members of Astra Capital Limited

Report on the Financial Report

We have audited the accompanying financial report of Astra Capital Limited, which comprises the statement of financial position as at 30 June 2010, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the year's end or from time to time during the financial year:

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes establishing and maintaining internal controls relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on 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 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 opinions.

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001* would be in the same terms if it had been given to the directors at the time that this auditor's report was made.

Auditor's Opinion

In our opinion:

- (a) the financial report of Astra Capital Limited is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the company's and consolidated entity's financial position as at 30 June 2010 and of their 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; and
- (b) the financial report also complies with *International Financial Reporting Standards* as disclosed in Note 1.

Report on the Remuneration Report

We have audited the Remuneration Report included in paragraphs pages 8 to 11 of the directors' report for the year ended 30 June 2010. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's Opinion

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



BDO Audit (NSW-VIC) Pty Ltd



Nick Michael
Director

Melbourne, Victoria

Dated this 31st day of August 2010

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

ASX INFORMATION

Additional information required by the Listing Rules of the Australian Securities Exchange and which is not disclosed elsewhere in the Annual Report, is as follows. The information is made up to 18 August 2010.

Shareholder Distribution

The number of shareholders holding less than a marketable parcel of 681 shares \$0.73 per share on 18 August 2010 is 967 holding 147,344 securities.

Distribution of shareholders

Category (number of securities)	ORDINARY SHARES (Listed)		
	Number of Holders	Number of Shares	Percentage of Total (%)
1 -1,000	1,057	227,353	1.09
1,001 - 5,000	135	312,635	1.49
5,001 -10,000	29	219,633	1.05
10,001 -100,000	30	1,220,170	5.83
100,001 - and over	13	18,946,529	90.54
	1,264	20,926,320	100.00

List of Top 20 Ordinary Shareholders

Ordinary Shareholders	Number of Shares	Percentage of Issued Capital (%)
*CI NO.2 PTY LTD	5,558,431	26.56
*CT TWO LIMITED	5,333,400	25.49
*TAVERNERS AKR PTY LTD <TAVERNERS (AUST) NO 2 A/C>	5,333,400	25.49
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	557,626	2.66
LIANGROVE MEDIA PTY LIMITED	399,909	1.91
ANZ NOMINEES LIMITED <CASH INCOME A/C>	339,146	1.62
MR RICHARD MEWS + MRS WEE KHOON MEWS <MEWS SUPER FUND A/C>	262,067	1.25
SCAW PTY LTD	255,989	1.22
MR ROBERT EDWARD MCCLEAVE	240,687	1.15
MR RICHARD EWAN MEWS	220,244	1.05
DR HEDLEY SANDLER + MRS BEVERLEY ANNE SANDLER <H&B SANDLER SUPER FUND A/C>	175,000	0.84
S & D MATTHEWS INVESTMENTS PTY LTD <MATTHEWS FAMILY A/C>	167,773	0.80
MR ROBERT DANIEL GREEN <GREEN SUPERANNUATION A/C>	102,857	0.49
RONDONIA INVESTMENTS PTY LTD	93,049	0.44
ZERO NOMINEES PTY LTD	83,847	0.40
MR ROBERT KENNETH GAUNT	73,860	0.35
NEFCO NOMINEES PTY LTD	73,753	0.35
UBS WEALTH MANAGEMENT AUSTRALIA NOMINEES PTY LTD	73,200	0.35
MR GRAHAM ARTHUR PAAPE + MRS GILLIAN MICHELLE PAAPE	72,535	0.35
NATIONAL NOMINEES LIMITED	62,153	0.30
Total Ordinary Shareholders	19,478,926	93.08

Source: Computershare

*Note: These entities are part of the Taverners Group of companies refer to Note 5 for more information.

ASTRA CAPITAL LIMITED

ABN 16 000 690 308 and Controlled Entities

ASX INFORMATION

SUBSTANTIAL SHAREHOLDERS

The following are substantial shareholders of the company.

Ordinary Shareholder	Number of shares	Percentage of issued capital (%)
*CI NO.2 PTY LTD	5,558,431	26.56
*CT TWO LIMITED	5,333,400	25.49
* TAVERNERS AKR PTY LTD <TAVERNERS (AUST) NO 2 A/C>	5,333,400	25.49

**Note: These entities are part of the Taverners Group of companies refer to Note 5 for more information.*

QUOTATION OF OPTIONS

There were no Management Incentive Options converted into ordinary shares during the reporting period and therefore none were quoted on the Australian Securities Exchange.

VOTING RIGHTS

On a show of hands every shareholder present in person or by proxy holding ordinary shares in the consolidated entity shall have one vote and upon a poll each share shall have one vote.

There are no voting rights attached to the options.

AUDIT & RISK COMMITTEE

As at the date of the Directors' Report, the consolidated entity had an Audit & Risk Committee of the Board of Directors (refer Corporate Governance Statement).