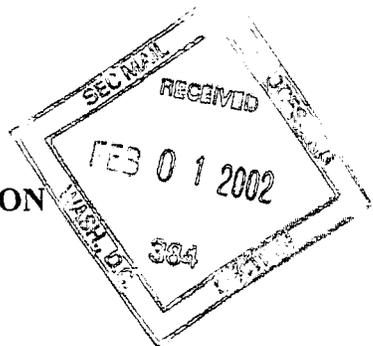


P.E. 1/31/02  
0-30456



SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 6-K**

**Report of Foreign Issuer**

Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act or 1934

For the month of January, 2002

**Chartwell Technology Inc.**  
(SEC File No: 0-30456)

PROCESSED  
FEB 11 2002  
THOMSON  
FINANCIAL P

Suite 700, 407 2nd Street SW, Calgary, Alberta, Canada T2P 2Y3  
(Address of Principal Executive Office)

Indicate by check mark whether the registrant files or will file annual reports under cover  
Form 20-F or 40-F

Form 20-F  Form 40-F \_\_\_\_\_

Indicate by check mark whether the registrant by furnishing the information contained in  
this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b)  
under the Securities Exchange Act of 1934.

Yes \_\_\_\_\_ No

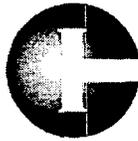
**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant  
has duly caused this report to be signed on behalf by the undersigned, thereunto duly authorized.

CHARTWELL TECHNOLOGY INC.

Date January 31, 2002

By: "Signed"  
Barry H. Foster, Chief Financial Officer



## Chartwell Technology Inc.

### PRESS RELEASE

### CHARTWELL POSTS STRONG REVENUE GROWTH AND PROFITABILITY IN FOURTH QUARTER

Chartwell Technology Inc.

CWH.V

Calgary, Canada January 7, 2002, Chartwell Technology Inc. (CDNX: CWH) a leading provider of gaming and information systems for companies engaged in the Internet gaming industry, announces financial results for the fourth quarter and fiscal year ended October 31, 2001.

The fourth quarter represents Chartwell's second consecutive profitable quarter. Quarter to quarter revenue growth was 36% and revenue growth for the fiscal year was 125%. While we did not show a profit for the year as a whole, our loss for the year decreased by 68% over the prior year. After three years of dedicated software development, Chartwell has turned the corner of profitability on the strength of our unique software systems and development capabilities and our strong base of gaming industry clients.

|                   | 3 Months Ended October 31 |             |       |
|-------------------|---------------------------|-------------|-------|
|                   | 2001                      | 2000        |       |
|                   | \$                        | \$          |       |
| Revenue           | 1,259,336                 | 694,951     | +81%  |
| Expenses          | 1,235,055                 | 1,711,212   | -28%  |
| Net Income (Loss) | 24,281                    | (1,016,212) | +102% |

Revenues for the fourth quarter were \$1,259,336, an increase of 81% over the corresponding period of the previous year and a 36% increase over the preceding quarter. The majority of revenues were generated by our subsidiary company, Chartwell Games Corp. through software licensing and development fees. Expenses for the quarter were \$1,235,055, a decrease of 28% over the prior year and an increase of 33% from the preceding quarter. The majority of these expenses related to software development.

Chartwell posted a profit of \$24,281 for the fourth quarter compared with a loss of \$1,016,261 in the corresponding period of the prior year and a profit of \$1,752 in the preceding quarter. Expenses related to software development are not capitalized. Chartwell enters this new fiscal year with a strong balance sheet and well capitalized with working capital at the end of the period of \$7,298,423.

Chartwell is unique in the online gaming software business. Our rigid adherence to the business principle of supplying leading edge technology and allowing our licensees total control of their business has resulted in a longer than expected drive to profitability. However, this fundamental business premise leaves us very well positioned to significantly expand our market share in the future of online gaming which demonstrates a clear shift to the sophisticated gaming operator who demands custom applications, integration and total control. With Chartwell as a technology partner there is no restriction on how a gaming operator wishes to structure its business and there is no element of, or potential for, conflict of interest. Our business model precludes participation in the online gaming business of our clients or otherwise.

Chartwell's comprehensive software solution has been carefully tailored to meet the specific needs of the next generation of online gaming operators who look to set new standards for the industry.

An increased marketing effort in 2002 will focus on expanding our target market share and our geographic penetration. Our corporate focus will remain the continuous development of new games and gaming systems to enhance the ability of our customers to maximize their profits while we introduce new responsible gaming functionality to address the developing regulatory environments and to reflect the high business standards of the new generation of online gaming operators whom we support.

**Chartwell Technology Inc.** specializes in the development of leading edge gaming applications and entertainment content for the Internet. Chartwell's Java and Flash based software products and games are designed for deployment in gaming, entertainment, advertising and promotional applications. Chartwell does not participate in the online gaming business of its clients. Chartwell's team of highly trained professionals is committed to delivering the highest quality software and maintaining its leading edge through continuous development and unparalleled customer support.

**Chartwell invites you to preview and play our games at: [www.chartwelltechnology.com](http://www.chartwelltechnology.com)**

For further information, please contact:  
**Chartwell Technology Inc.**

**Darold H. Parken, President**  
**(877) 261-6619 or (403) 261-6619**  
**[dhp@chartwelltechnology.com](mailto:dhp@chartwelltechnology.com)**

**David Bajwa, Investor Relations**  
**(877) 669-4180 or (604) 669-4180**  
**[info@chartwelltechnology.com](mailto:info@chartwelltechnology.com)**

The Canadian Venture Exchange has neither approved nor disapproved the information contained herein.

Safe Harbor Statement under the Private Securities Litigation Reform Act of 1995: The statements contained herein which are not historical fact are forward-looking statements that are subject to risks and uncertainties that could cause actual results to differ materially from those expressed in the forward-looking statements, including, but not limited to, certain delays in testing and evaluation of products, regulation of the online gaming industry, and other risks detailed from time to time in Chartwell's filings with the Securities & Exchange Commission. We assume no responsibility for the accuracy and completeness of these statements and are under no duty to update any of the forward-looking statements contained herein to conform these statements to actual results. This is not an offer to sell or a solicitation of an offer to purchase any securities.

# CHARTWELL TECHNOLOGY INC.

## Consolidated Balance Sheets

|  | October 31,<br>2001<br>(unaudited) | October 31,<br>2000 |
|--|------------------------------------|---------------------|
| <b>Assets</b>                                      |                                    |                     |
| <b>Current assets:</b>                             |                                    |                     |
| Cash and cash equivalents                          | \$ 2,741,078                       | \$ 8,793,474        |
| Short term investments                             | 3,350,007                          | -                   |
| Accounts receivable                                | 1,200,036                          | 143,753             |
| Prepaid expenses                                   | 79,867                             | 71,968              |
|  | <u>7,370,988</u>                   | <u>9,009,195</u>    |
| Available for sale long-term securities            | 42,882                             | 42,882              |
| Capital assets                                     | 303,392                            | 327,745             |
| Deferred software development costs                | 220,144                            | 330,220             |
|  | <u>\$ 7,937,406</u>                | <u>\$ 9,710,042</u> |
| <b>Liabilities and Shareholders' Equity</b>        |                                    |                     |
| <b>Current liabilities:</b>                        |                                    |                     |
| Accounts payable and accrued liabilities           | \$ 59,897                          | \$ 785,542          |
| Current portion of obligations under capital lease | 12,668                             | 12,486              |
| Deferred revenue                                   | -                                  | 299,789             |
|  | <u>72,565</u>                      | <u>1,097,817</u>    |
| Obligations under capital lease                    | 13,446                             | 17,363              |
| <b>Shareholders' equity:</b>                       |                                    |                     |
| Share capital                                      | 14,511,135                         | 14,418,635          |
| Deficit  | (6,659,740)                        | (5,823,773)         |
|  | <u>7,851,395</u>                   | <u>8,594,862</u>    |
|  | <u>\$ 7,937,406</u>                | <u>\$ 9,710,042</u> |

# CHARTWELL TECHNOLOGY INC.

## Consolidated Statements of Income (Loss) and Deficit

(unaudited)

|   | Three months ended October 31, |                | Year ended October 31, |                |
|---|--------------------------------|----------------|------------------------|----------------|
|   | 2001                           | 2000           | 2001                   | 2000           |
| <b>Revenue:</b>                                     |                                |                |                        |                |
| Software set-up fees                                | \$ 877,146                     | \$ 436,329     | \$ 1,928,696           | \$ 909,902     |
| Software license fees                               | 284,873                        | (28,583)       | 908,876                | 172,463        |
| Interest and other                                  | 97,317                         | 287,205        | 394,782                | 338,924        |
|   | 1,259,336                      | 694,951        | 3,232,354              | 1,421,289      |
| <b>Expenses:</b>                                    |                                |                |                        |                |
| Software development and support                    | 527,431                        | 504,477        | 2,013,601              | 1,291,899      |
| General and administrative                          | 883,394                        | 1,107,375      | 2,065,710              | 2,523,572      |
| Gain from extinguishment of debt                    | (242,512)                      | -              | (242,512)              | -              |
| Depreciation and amortization                       | 39,223                         | 68,654         | 121,446                | 121,050        |
| Amortization of deferred software development costs | 27,519                         | 30,706         | 110,076                | 110,074        |
|   | 1,235,055                      | 1,711,212      | 4,068,321              | 4,046,595      |
| Net income (loss)                                   | 24,281                         | (1,016,261)    | (835,967)              | (2,625,306)    |
| Deficit, beginning of period                        | (6,684,021)                    | (4,807,512)    | (5,823,773)            | (3,198,467)    |
| Deficit, end of period                              | \$ (6,659,740)                 | \$ (5,823,773) | \$ (6,659,740)         | \$ (5,823,773) |
| Net income (loss) per share:                        | \$ 0.00                        | \$ (0.07)      | \$ (0.05)              | \$ (0.21)      |

# CHARTWELL TECHNOLOGY INC.

## Consolidated Statements of Cash Flows

(unaudited)

|   | Three months ended October 31. |                | Year ended October 31. |                |
|---|--------------------------------|----------------|------------------------|----------------|
|   | 2001                           | 2000           | 2001                   | 2000           |
| Cash provided by (used in):                         |                                |                |                        |                |
| Operations:   |                                |                |                        |                |
| Net income (loss)                                   | \$ 24,281                      | \$ (1,590,394) | \$ (835,967)           | \$ (2,625,306) |
| Depreciation and amortization                       | 39,223                         | 86,586         | 121,446                | 121,050        |
| Amortization of deferred software development costs | 27,519                         | 55,662         | 110,076                | 110,074        |
| Deferred revenue                                    | (30,915)                       | (123,014)      | (299,789)              | (123,014)      |
| Change in non-cash working capital:                 |                                |                |                        |                |
| Accounts receivable                                 | (466,099)                      | 1,096,186      | (1,056,283)            | 150,150        |
| Prepaid expenses                                    | 1,782                          | (5,495)        | (7,899)                | (5,495)        |
| Accounts payable and accrued liabilities            | 29,034                         | 123,878        | (725,645)              | 437,737        |
|   | (435,283)                      | 1,214,569      | (1,789,827)            | 582,392        |
|   | (375,175)                      | (356,591)      | (2,694,061)            | (1,934,804)    |
| Financing:  |                                |                |                        |                |
| Issue of shares                                     | -                              | 1,447,500      | 92,500                 | 1,447,500      |
| Issue of special warrants                           | -                              | -              | -                      | 10,075,000     |
| Share and special warrant issue costs               | -                              | -              | -                      | (816,416)      |
| Repayment of lease obligations                      | 7,552                          | (229,155)      | (3,735)                | (230,375)      |
| Long-term debt                                      | -                              | (44,673)       | -                      | (42,625)       |
|   | 7,552                          | 1,173,672      | 88,765                 | 10,433,084     |
| Investments:  |                                |                |                        |                |
| Purchase of short term investments                  | (3,350,007)                    | -              | (3,350,007)            | -              |
| Purchase of capital assets                          | (40,216)                       | (175,372)      | (97,093)               | (314,715)      |
|   | (3,390,223)                    | (175,372)      | (3,447,100)            | (314,715)      |
| Increase (decrease) in cash                         | (3,757,846)                    | 641,709        | (6,052,396)            | 8,183,565      |
| Cash, beginning of period                           | 6,498,924                      | 8,151,765      | 8,793,474              | 609,909        |
| Cash, end of period                                 | \$ 2,741,078                   | \$ 8,793,474   | \$ 2,741,078           | \$ 8,793,474   |