Virginia & Districts **Community Bank®** Branch
Elizabeth **Community Bank®** Branch

annual report 2012

Adelaide Plains Financial Services Ltd

ABN 50 088 304 581

Contents

Chairman's report

For year ending 30 June 2012

Another year has gone by and the remnants of the GFC are still upon us. This has created hardships not only in the financial world but in the general populous as you probably are also feeling the pressure of these anomalies.

However thanks to the support of **Community Bank®** branch customers and shareholders, the Australia-wide network has now returned more than $80 million to support and strengthen local communities.

Your **Community Bank®** branch has played a key role in this milestone, returning more than $1 million to our local community in the last ten years, with a further $137,552 in dividends being returned to local shareholders for the year ending June 2012.

These community grants and sponsorships have made a significant difference to a number of local organisations and we look forward to continuing to support these groups and others as more people bank with us and we become more successful.

In December 2011, Bendigo and Adelaide Bank joined Australia's A-rated banks following an upgrade announced by Standard & Poor's (S&P). S&P's decision to raise the Bank's long-term rating from BBB+ to A– means the Bank, including its **Community Bank®** partners, is now rated 'A' by all three of the world's leading credit rating agencies.
In September 2011, the Federal Government announced changes to its Financial Claims Scheme (FCS), also known as the "government guarantee", lowering it from $1 million to $250,000 effective 1 February 2012.

All **Community Bank®** branches operate under Bendigo and Adelaide Bank banking licence, and as such all deposits held with a **Community Bank®** branch are guaranteed by the Federal Government and supported by capital supplied by their franchise partner, Bendigo and Adelaide Bank.

Lowering the cap is an indication of the strength of Australian banks, including Bendigo and Adelaide Bank Ltd and the combination of healthy, profitable banks and strong prudential regulation is the best guarantee our customers have that their money is safe in our **Community Bank®** branch.

Performance

The Manager's report has provided an overview regarding the performance of each branch for the financial year including some forward projections for our coming year. It is becoming evident that your company is beginning to achieve quite substantial footings and is currently at $156.7 million with a predicted growth over the next 12 months of a further 36%. We have achieved a profit for the year of $242,000 before tax; this is after a deposit of $230,000 to the Community Enterprise Foundation™ for future grants and sponsorship payments.

The Virginia & Districts **Community Bank®** Branch continues to perform well, in fact, exceeding its budget in footings for the financial year. While at Elizabeth **Community Bank®** Branch the year commenced well but unfortunately, as a consequence of staff movements, resulting in the branch not having a Branch Manager for the last nine months, business in the latter portion of the financial year was most disappointing. However due to the staffing costs being reduced and very active controls on expenditure we were able to reach our net profit target in line with budgeted projections. A new Manager has now been appointed and the Board is very confident that a vast improvement of footings will be achieved in the coming year. The Board remains committed in achieving the budgeted forecast footings growth for 2012/13.

I would like to extend on behalf of the Directors and shareholders, congratulations to our staff on achieving these results in what has been a difficult financial year.

Dividend

The Board has recommended a dividend of 7.5 cents, which will be paid after our November AGM.

Directors

Directors who are on the three year rotation and are eligible for re-election are Leigh Hall and Martin Lindsell. Vito Malivindi, having been elected to the Board, is eligible for election at the AGM.

Directorship on the Board is voluntary with no remuneration. All Directors volunteer their time, expertise and experience for the benefit of our community. On behalf of our customers and shareholders, I would like to take this opportunity to thank all the Directors for their commitment and loyalty over the past year.

On behalf of the Directors, once again, I would like to thank our management and staff for the outstanding service they provide to all our customers and shareholders. Also, we would like to thank our customers for their loyalty in helping this organisation to prosper making it possible for us to reinvest our profits back into the local communities.

Dennis Cook
Chairperson

Manager's report

For year ending 30 June 2012

Once again we have experienced some very challenging events over the past 12 months at our Virginia & Districts and Elizabeth **Community Bank®** branches. With some staff moves occurring at the beginning of the financial year and two staff starting maternity leave (Rebecca Mills and Kylie Pym) at the same time (one unexpectedly), a few contingency plans had to be fast tracked into place.

The end affect left the Elizabeth **Community Bank®** Branch without a Branch Manager due to our current Branch Manager wanting to fill the vacant position of Customer Relationship Manager at Virginia. Derani Collins was employed as a Customer Service Officer to cover the maternity leave vacancy of Kylie Pym and Julie Hardacre was also employed to replace a resignation.

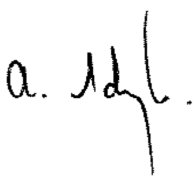
As at 30 June 2012, Virginia & Districts **Community Bank®** Branch had a total book value of $112.9 million in combined deposits and lending, which equated to growth of $11.1 million for the financial year. This was $3.5 million above our set budget. Our net profit also exceeded expectations. New accounts remained steady and our products per customer increased from 1.738 times in 2010/11 to 1.761 times in 2011/12. The performance of our three Automatic Teller Machines situated at Virginia, Angle Vale and Two Wells also exceeded expectations in income generation and usage for the same period.

Unfortunately the performance of our Elizabeth **Community Bank®** Branch was affected greatly by the absence of a Branch Manager and the length of time (nine months) it took to find a qualified and worthy candidate. Elizabeth **Community Bank®** Branch did not register growth for the financial year and had a total book value of $43.8 million as at 30 June. From savings we had by not paying a Branch Manager's salary, in conjunction with strict controls on expenses we were still able to meet our net profit projections.

We can now look forward to a prosperous future and a great recovery with the introduction of a new Branch Manager who brings a wealth of knowledge and expertise to this challenging role. Quin Tran brings 15 years experience with the Commonwealth Bank and her connections as a Lecturer at Uni SA. Quin began her tenure with us on the 2 June 2012.

Our aim for the coming 12 months is to grow our business by a combined total of $21 million across both branches. This will equate to growth of 8% for Virginia and 28% for Elizabeth against the respective total book values for each individual branch.

Overall I would like to thank the staff at both our branches for their continuing support and efforts over the past 12 months. I would also like to thank the customers and the shareholders for their support. Without a combined effort by all involved it would make it impossible to achieve our goals and support the local communities in the way that we do, with in excess of $1 million being invested back into our local communities over the past 10 years.



Alf Sobczak
Senior Branch Manager

Directors' report

For the financial year ended 30 June 2012

Your directors submit the financial statements of the company for the financial year ended 30 June 2012.

Directors

The names and details of the company's directors who held office during or since the end of the financial year:

Dennis John Cook
Chairman
Age: 67
Business owner/operator providing mechanical design functions to many engineering firms across South Australia. Managing Director of ShareData Pty Ltd providing share registry services to companies nationally.

Francesco Carlo Tassone
Treasurer
Age: 61
Local business proprietor with over 40 years experience in the area. Diploma in Financial Markets, Affiliate member of the Australian Securities & Investment Institute. Bendigo **Community Bank**® mentor for South Australia. Appointed to the Bendigo Strategic Advisory Board as representative for South Australia & Northern Territory. Involved in Directorship of various companies.

Leigh Kenneth Hall OAM
Secretary
Age: 59
General Manager Corporate with Uniting Communities. Bachelor of Arts in Accounting, Graduate Diploma in Applied Finance and Investments, Fellow Certified Practising Accountant. Previously held senior positions in Local Government, Banking and Manufacturing industries.

Martin David Lindsell
Director
Age: 68
Former Professional photographer, Public Relations Manager, Mayor of Two Cities, Justice of the Peace. President, Secretary, Treasurer of various sporting and community groups.

Dino Musolino
Director
Age: 51
Local businessman/owner operator. Currently director of four other companies involved in the horticultural industry. Holds an Advanced Diploma in Horticulture. Elected member of Playford Local Government for past 13 years. Chair of the School Governing Council and former Board member of the Adelaide Produce Markets Limited.

Michael Robert Mayes
Director
Age: 36
Bachelor of Engineering, Civil Engineering with Honours. 13 years experience in design, estimating, finances, OH&S, project management, quality management and Construction Manager within the construction industry.

Grace Trimboli
Director (Resigned 1 January 2012)
Age: 33
State Government Project Officer. Bachelor of Arts. Post graduate studies in Media, Public Relations and Events. Frontline Management Certificate IV. Certificate IV in Project Management.

James Dimasi
Director (Resigned 1 July 2012)
Age: 60
Local business operator 35 years in retail industry. Past elected member of District Council of Mallala. Past president of SA Fruit & Veg Retailers Association. Current director of The Adelaide Producer Markets Ltd.

Directors (continued)

Directors were in office for this entire year unless otherwise stated.

No directors have material interests in contracts or proposed contracts with the company, except as disclosed in Note 19 to the financial statements.

Company Secretary

Leigh Hall was appointed to the position of Company Secretary of Adelaide Plains Financial Services Limited on 9 November 2007. Leigh is the General Manager Corporate with Uniting Communities Adelaide. He has a Graduate Diploma in Applied Finance and Investments, FCPA and previously worked in the Local Government, Banking and Manufacturing industries.

Principal Activities

The principal activities of the company during the course of the financial year were in facilitating **Community Bank®** services under management rights to operate a franchised branch of Bendigo and Adelaide Bank Limited.

There has been no significant changes in the nature of these activities during the year.

Operating Results

Operations have continued to perform in line with expectations. The profit of the company for the financial year after provision for income tax was:

	Year ended 30 June 2012 $	**Year ended 30 June 2011 $**
	168,265	191,329

Remuneration Report

(a) Remuneration of Directors

All Directors of the Company are on a voluntary basis, therefore no remuneration guidelines have been prepared.

(b) Remuneration of Branch Managers

The Board is responsible for the determination of remuneration packages and policies applicable to the Branch Manager and all the staff. The Branch Manager is invited to the Board meetings as required to discuss performance and remuneration packages.

The Board's policy in respect of the branch manager is to maintain remuneration at parity within the **Community Bank®** network and local market rates for comparable roles.

There are no executives who are directly accountable and responsible for the strategic direction and operational management of the entity. This is wholly a board role. There are therefore no Specified Executives.

	Year Ended 30 June 2012	
Dividends	**Cents**	**$**
Dividends paid in the year:	7.00	137,552

Significant Changes in the State of Affairs

In the opinion of the directors there were no significant changes in the state of affairs of the company that occurred during the financial year under review not otherwise disclosed in this report or the financial statements.

Matters Subsequent to the End of the Financial Year

There are no matters or circumstances that have arisen since the end of the financial year that have significantly affected or may significantly affect the operations of the company, the results of those operations or the state of affairs of the company, in future years.

Likely Developments

The company will continue its policy of facilitating banking services to the community.

Environmental Regulation

The company is not subject to any significant environmental regulation.

Directors' Benefits

No director has received or become entitled to receive, during or since the financial year, a benefit because of a contract made by the company, controlled entity or related body corporate with a director, a firm which a director is a member or an entity in which a director has a substantial financial interest except as disclosed in note 19 to the financial statements. This statement excludes a benefit included in the aggregate amount of emoluments received or due and receivable by directors shown in the company's accounts, or the fixed salary of a full-time employee of the company, controlled entity or related body corporate.

Indemnification and Insurance of Directors and Officers

The company has indemnified all directors and the manager in respect of liabilities to other persons (other than the company or related body corporate) that may arise from their position as directors or manager of the company except where the liability arises out of conduct involving the lack of good faith.

Disclosure of the nature of the liability and the amount of the premium is prohibited by the confidentiality clause of the contract of insurance. The company has not provided any insurance for an auditor of the company or a related body corporate.

Directors Meetings

The number of directors meetings attended by each of the directors of the company during the year were:

	Board Meetings Attended		Committee Meetings Attended			
			Audit		Marketing	
Director	Eligible	Attended	Eligible	Attended	Eligible	Attended
Dennis John Cook	13	11	-	-	-	-
Francesco Carlo Tassone	13	13	6	6	-	-
Leigh Kenneth Hall	13	11	6	6	-	-
Martin David Lindsell	13	12	-	-	9	7
Dino Musolino	13	10	-	-	9	7
Michael Robert Mayes	13	10	6	6	-	-
Grace Trimboli (Resigned 1 January 2012)	7	3	-	-	-	-
James Dimasi (Resigned 1 July 2012)	13	6	-	-	9	3

Directors' report (continued)

Non Audit Services

The company may decide to employ the auditor on assignments additional to their statutory duties where the auditor's expertise and experience with the company are important. Details of the amounts paid or payable to the auditor (Andrew Frewin & Stewart) for audit and non audit services provided during the year are set out in the notes to the accounts.

The board of directors has considered the position, in accordance with the advice received from the audit committee and is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are satisfied that the provision of non-audit services by the auditor, as set out in the notes did not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

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

Auditors' Independence Declaration

A copy of the auditors' independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 9.

Signed in accordance with a resolution of the board of directors at Virginia, South Australia on 20 September 2012.

Dennis John Cook,
Chairman

Auditor's independence declaration

Partners in success

Chartered Accountants

Lead auditor's independence declaration under section 307C of the *Corporations Act 2001* to the directors of Adelaide Plains Financial Services Limited

I declare, that to the best of my knowledge and belief, in relation to the audit for the financial year ended 30 June 2012 there have been no contraventions of:

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

David Hutchings
Andrew Frewin Stewart
61 Bull Street, Bendigo Vic 3550

Dated: 20 September 2012

Liability limited by a scheme approved under Professional Standards Legislation. ABN: 51 061 795 337.

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Financial statements

Statement of Comprehensive Income for the Year Ended 30 June 2012

	Note	2012 $	2011 $
Revenues from ordinary activities	4	1,629,695	1,527,442
Employee benefits expense		(670,928)	(643,236)
Charitable donations, sponsorship, advertising and promotion		(261,740)	(152,513)
Occupancy and associated costs		(205,023)	(195,974)
Systems costs		(41,440)	(41,987)
Depreciation and amortisation expense	5	(33,523)	(47,092)
General administration expenses		(175,377)	(173,334)
Profit before income tax expense		**241,664**	**273,306**
Income tax expense	6	(73,399)	(81,977)
Profit after income tax expense		**168,265**	**191,329**
Total comprehensive income for the year		**168,265**	**191,329**
Earnings per share (cents per share)		**c**	**c**
- basic for profit for the year	22	8.56	9.74

The accompanying notes form part of these financial statements.

Balance Sheet
as at 30 June 2012

	Note	2012 $	2011 $
ASSETS			
Current Assets			
Cash and cash equivalents	7	762,542	741,562
Trade and other receivables	8	166,426	148,624
Total Current Assets		**928,968**	**890,186**
Non-Current Assets			
Property, plant and equipment	9	300,415	328,289
Intangible assets	10	7,546	13,194
Deferred tax assets	11	40,080	33,836
Total Non-Current Assets		**348,041**	**375,319**
Total Assets		**1,277,009**	**1,265,505**
LIABILITIES			
Current Liabilities			
Trade and other payables	12	45,300	55,761
Current tax liabilities	11	43,556	51,682
Provisions	13	121,417	104,683
Total Current Liabilities		**210,273**	**212,126**
Non-Current Liabilities			
Trade and other payables	12	-	10,966
Provisions	13	15,246	21,636
Total Non-Current Liabilities		**15,246**	**32,602**
Total Liabilities		**225,519**	**244,728**
Net Assets		**1,051,490**	**1,020,777**
Equity			
Issued capital	14	628,458	628,458
Retained earnings	15	423,032	392,319
Total Equity		**1,051,490**	**1,020,777**

The accompanying notes form part of these financial statements.

Statement of Changes in Equity for the Year Ended 30 June 2012

	Issued Capital $	Retained Earnings $	Total Equity $
Balance at 1 July 2010	**628,458**	**299,241**	**927,699**
Total comprehensive income for the year	**-**	**191,329**	**191,329**
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	(98,251)	(98,251)
Balance at 30 June 2011	**628,458**	**392,319**	**1,020,777**
Balance at 1 July 2011	**628,458**	**392,319**	**1,020,777**
Total comprehensive income for the year	**-**	**168,265**	**168,265**
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	(137,552)	(137,552)
Balance at 30 June 2012	**628,458**	**423,032**	**1,051,490**

The accompanying notes form part of these financial statements.

Statement of Cashflows
for the Year Ended 30 June 2012

	Note	2012 $	2011 $
Cash Flows From Operating Activities			
Receipts from customers		1,726,245	1,630,847
Payments to suppliers and employees		(1,526,740)	(1,330,855)
Interest received		51,755	27,319
Income taxes paid		(92,728)	(59,666)
Net cash provided by operating activities	**16**	**158,532**	**267,645**
Cash Flows From Investing Activities			
Payments for property, plant and equipment		-	(1,250)
Net cash used in investing activities		**-**	**(1,250)**
Cash Flows From Financing Activities			
Dividends paid		(137,552)	(98,251)
Net cash used in financing activities		**(137,552)**	**(98,251)**
Net increase in cash held		**20,980**	**168,144**
Cash and cash equivalents at the beginning of the financial year		741,562	573,418
Cash and cash equivalents at the end of the financial year	**7(a)**	**762,542**	**741,562**

The accompanying notes form part of these financial statements.

Notes to the financial statements

For year ended 30 June 2012

Note 1. Summary of Significant Accounting Policies

a) Basis of Preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standard Boards and the Corporations Act 2001. The company is a for-profit entity for the purpose of preparing the financial statements.

Compliance with IFRS

These financial statements and notes comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. These areas involving a higher degree of judgement or complexities, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

Historical cost convention

The financial statements have been prepared under the historical cost convention on an accruals basis as modified by the revaluation of financial assets and liabilities at fair value through profit or loss and where stated, current valuations of non-current assets. Cost is based on the fair values of the consideration given in exchange for assets.

Comparative figures

Where required by Australian Accounting Standards comparative figures have been adjusted to conform with changes in presentation for the current financial year.

Adoption of new and revised Accounting Standards

None of the new standards and amendments to standards that are mandatory for the first time for the financial year beginning 1 July 2011 affected any of the amounts recognised in the current period or any prior period and are not likely to affect future periods. The adoption of the revised AASB 124 Related Party Disclosures has not resulted in the disclosure of any additional related party transactions in the current period or any prior period and is not likely to affect future periods. The adoption of AASB 1054 Australian Additional Disclosures and AASB 2011-1 Amendments to Australian Accounting Standards arising from the Trans-Tasman Convergence Project have not affected the disclosure of any items in the financial statements.

The company has not elected to apply any pronouncements before their mandatory operative date in the annual reporting period beginning 1 July 2011.

Economic dependency - Bendigo and Adelaide Bank Limited

The company has entered into a franchise agreement with Bendigo and Adelaide Bank Limited that governs the management of the **Community Bank®** branches at Virginia and Elizabeth, South Australia.

Note 1. Summary of Significant Accounting Policies (continued)

a) Basis of Preparation (continued)

Economic dependency - Bendigo and Adelaide Bank Limited (continued)

The branch operates as a franchise of Bendigo and Adelaide Bank Limited, using the name “Bendigo Bank” and the logo and system of operations of Bendigo and Adelaide Bank Limited. The company manages the **Community Bank®** branch on behalf of Bendigo and Adelaide Bank Limited, however all transactions with customers conducted through the **Community Bank®** branches are effectively conducted between the customers and Bendigo and Adelaide Bank Limited.

All deposits are made with Bendigo and Adelaide Bank Limited, and all personal and investment products are products of Bendigo and Adelaide Bank Limited, with the company facilitating the provision of those products. All loans, leases or hire purchase transactions, issues of new credit or debit cards, temporary or bridging finance and any other transaction that involves creating a new debt, or increasing or changing the terms of an existing debt owed to Bendigo and Adelaide Bank Limited, must be approved by Bendigo and Adelaide Bank Limited. All credit transactions are made with Bendigo and Adelaide Bank Limited, and all credit products are products of Bendigo and Adelaide Bank Limited.

Bendigo and Adelaide Bank Limited provides significant assistance in establishing and maintaining the **Community Bank®** branch franchise operations. It also continues to provide ongoing management and operational support, and other assistance and guidance in relation to all aspects of the franchise operation, including advice in relation to:

- advice and assistance in relation to the design, layout and fit out of the **Community Bank®** branch;
- training for the branch manager and other employees in banking, management systems and interface protocol;
- methods and procedures for the sale of products and provision of services;
- security and cash logistic controls;
- calculation of company revenue and payment of many operating and administrative expenses
- the formulation and implementation of advertising and promotional programs; and
- sales techniques and proper customer relations.

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

b) Revenue

Revenue is recognised when the amount of revenue can be reliably measured, it is probable that future economic benefit will flow to the company and any specific criteria have been met. Interest and fee revenue is recognised when earned. The gain or loss on disposal of property, plant and equipment is recognised on a net basis and is classified as income rather than revenue. All revenue is stated net of the amount of Goods and Services Tax (GST).

Revenue calculation

The franchise agreement with Bendigo and Adelaide Bank Limited provides for three types of revenue earned by the company. First, the company is entitled to 50% of the monthly gross margin earned by Bendigo and Adelaide Bank Limited on products and services provided through the company that are regarded as “day to day” banking business (ie ‘margin business’). This arrangement also means that if the gross margin reflects a loss (that is, the gross margin is a negative amount), the company effectively incurs, and must bear, 50% of that loss.

Note 1. Summary of Significant Accounting Policies (continued)

b) Revenue (continued)

Revenue calculation (continued)

The second source of revenue is commission paid by Bendigo and Adelaide Bank Limited on the other products and services provided through the company (ie 'commission business'). The commission is currently payable on various specified products and services, including insurance, financial planning, common fund, Sandhurst Select, superannuation, commercial loan referrals, products referred by Rural Bank, leasing referrals, fixed loans and certain term deposits (>90 days). The amount of commission payable can be varied in accordance with the Franchise Agreement (which, in some cases, permits commissions to be varied at the discretion of Bendigo and Adelaide Bank Limited). This discretion has be exercised on several occasions previously. For example in February 2011 Bendigo and Adelaide Bank Limited reduced commissions on two core banking products to ensure a more even distribution of income between Bendigo and Adelaide Bank Limited and its **Community Bank®** partners. The revenue share model is subject to regular review to ensure that the interests of Bendigo and Adelaide Bank Limited and **Community Bank®** companies remain balanced.

The third source of revenue is a proportion of the fees and charges (ie, what are commonly referred to as 'bank fees and charges') charged to customers. This proportion, determined by Bendigo and Adelaide Bank Limited, may vary between products and services and may be amended by Bendigo and Adelaide Bank Limited from time to time.

c) Income Tax

Current tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting 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

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

In principle, deferred tax liabilities are recognised for all taxable temporary differences. 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 affects neither taxable income nor accounting profit. Furthermore, a deferred tax liability is not recognised in relation to taxable temporary differences arising from goodwill.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) 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 substantively enacted by reporting date. The measurement of deferred tax liabilities reflects the tax consequences that would follow from the manner in which the consolidated entity expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax and when the balances relate to taxes levied by the same taxation authority and the company entity intends to settle its tax assets and liabilities on a net basis.

Note 1. Summary of Significant Accounting Policies (continued)

c) Income Tax (continued)

Current and deferred tax for the period

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

d) Employee Entitlements

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

The company contributes to a defined contribution plan. Contributions to employee superannuation funds are charged against income as incurred.

e) Cash and Cash Equivalents

For the purposes of the statement of cash flows, cash includes cash on hand and in banks and investments in money market instruments, net of outstanding bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet.

f) Trade Receivables and Payables

Receivables are carried at their amounts due. The collectability of debts is assessed at balance date and specific provision is made for any doubtful accounts. Liabilities for trade creditors and other amounts are carried at cost that is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the company.

g) Property, Plant and Equipment

Plant and equipment, leasehold improvements and equipment under finance lease are stated at cost less accumulated depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of the item. In the event that settlement of all or part of the purchase consideration is deferred, cost is determined by discounting the amounts payable in the future to their present value as at the date of acquisition.

Depreciation is provided on property, plant and equipment, including freehold buildings but excluding land. Depreciation is calculated on a straight line basis so as to write off the net cost of each asset over its expected useful life to its estimated residual value. Leasehold improvements are depreciated at the rate equivalent to the available building allowance using the straight line method. The estimated useful lives, residual values and depreciation method is reviewed at the end of each annual reporting period.

The following estimated useful lives are used in the calculation of depreciation:

- leasehold improvements 40 years
- plant and equipment 2.5 - 40 years
- furniture and fittings 4 - 40 years

Note 1. Summary of Significant Accounting Policies (continued)

h) Intangibles

The franchise fee paid to Bendigo and Adelaide Bank Limited has been recorded at cost and is amortised on a straight line basis over the life of the franchise agreement.

i) Payment Terms

Receivables and payables are non interest bearing and generally have payment terms of between 30 and 90 days.

j) Borrowings

All loans are initially measured at the principal amount. Interest is recognised as an expense as it accrues.

k) Financial Instruments

Recognition and initial measurement

Financial instruments, incorporating financial assets and financial liabilities, are recognised when the entity becomes a party to the contractual provisions of the instrument.

Financial instruments are initially measured at fair value plus transaction costs. Financial instruments are classified and measured as set out below.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset.

Classification and subsequent measurement

(i) 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 subsequently measured at amortised cost using the effective interest rate method.

(ii) Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the entity's intention to hold these investments to maturity. They are subsequently measured at amortised cost using the effective interest rate method.

(iii) Financial liabilities

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost using the effective interest rate method.

Impairment

At each reporting date, the entity assesses whether there is objective evidence that a financial instrument has been impaired. Impairment losses are recognised in the statement of comprehensive income.

Note 1. Summary of Significant Accounting Policies (continued)

l) Leases

Leases of fixed assets where substantially all the risks and benefits incidental to the ownership of the asset, but not the legal ownership are transferred to the company are classified as finance leases. Finance leases are capitalised by recording an asset and a liability at the lower of the amounts equal to the fair value of the leased property or the present value of the minimum lease payments, including any guaranteed residual values. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period.

Leased assets are depreciated on a straight-line basis over the shorter of their estimated useful lives or the lease term. Lease payments for operating leases, where substantially all the risks and benefits remain with the lessor, are charged as expenses in the periods in which they are incurred. Lease incentives under operating leases are recognised as a liability and amortised on a straight-line basis over the life of the lease term.

m) Provisions

Provisions are recognised when the economic entity has a legal, equitable or constructive obligation to make a future sacrifice of economic benefits to other entities as a result of past transactions of other past events, it is probable that a future sacrifice of economic benefits will be required and a reliable estimate can be made of the amount of the obligation.

A provision for dividends is not recognised as a liability unless the dividends are declared, determined or publicly recommended on or before the reporting date.

n) Contributed Equity

Ordinary shares are recognised at the fair value of the consideration received by the company. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

o) Earnings Per Share

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

p) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of Goods and Services Tax (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 the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet. Cash flows are included in the statement of cash flows on a gross basis.

The GST components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the taxation authority are classified as operating cash flows.

Note 2. Financial Risk Management

The company's activities expose it to a limited variety of financial risks: market risk (including currency risk, fair value interest risk and price risk), credit risk, liquidity risk and cash flow interest rate risk. The company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the entity. The entity does not use derivative instruments.

Risk management is carried out directly by the board of directors.

(i) Market risk

The company has no exposure to any transactions denominated in a currency other than Australian dollars.

(ii) Price risk

The company is not exposed to equity securities price risk as it does not hold investments for sale or at fair value. The company is not exposed to commodity price risk.

(iii) Credit risk

The company has no significant concentrations of credit risk. It has policies in place to ensure that customers have an appropriate credit history. The company's franchise agreement limits the company's credit exposure to one financial institution, being Bendigo and Adelaide Bank Limited.

(iv) Liquidity risk

Prudent liquidity management implies maintaining sufficient cash and marketable securities and the availability of funding from credit facilities. The company believes that its sound relationship with Bendigo and Adelaide Bank Limited mitigates this risk significantly.

(v) Cash flow and fair value interest rate risk

Interest-bearing assets are held with Bendigo and Adelaide Bank Limited and subject to movements in market interest. Interest-rate risk could also arise from long-term borrowings. Borrowings issued at variable rates expose the company to cash flow interest-rate risk. The company believes that its sound relationship with Bendigo and Adelaide Bank Limited mitigates this risk significantly.

(vi) Capital management

The board's policy is to maintain a strong capital base so as to sustain future development of the company. The board of directors monitor the return on capital and the level of dividends to shareholders. Capital is represented by total equity as recorded in the balance sheet.

In accordance with the franchise agreement, in any 12 month period, the funds distributed to shareholders shall not exceed the distribution limit.

(i) the distribution limit is the greater of:

   (a) 20% of the profit or funds of the franchisee otherwise available for distribution to shareholders in that 12 month period; and

   (b) subject to the availability of distributable profits, the relevant rate of return multiplied by the average level of share capital of the franchisee over that 12 month period; and

(ii) the relevant rate of return is equal to the weighted average interest rate on 90 day bank bills over that 12 month period plus 5%.

Note 2. Financial Risk Management (continued)

(vi) Capital management (continued)

The board is managing the growth of the business in line with this requirement. There are no other externally imposed capital requirements, although the nature of the company is such that amounts will be paid in the form of charitable donations and sponsorship. Charitable donations and sponsorship paid for the year ended 30 June 2012 can be seen in the statement of comprehensive income.

There were no changes in the company's approach to capital management during the year.

Note 3. Critical Accounting Estimates and Judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

Management has identified the following critical accounting policies for which significant judgements, estimates and assumptions are made. Actual results may differ from these estimates under different assumptions and conditions and may materially affect financial results or the financial position reported in future periods.

Further details of the nature of these assumptions and conditions may be found in the relevant notes to the financial statements.

Taxation

Judgement is required in assessing whether deferred tax assets and certain tax liabilities are recognised on the balance sheet. Deferred tax assets, including those arising from un-recouped tax losses, capital losses and temporary differences, are recognised only where it is considered more likely than not that they will be recovered, which is dependent on the generation of sufficient future taxable profits.

Assumptions about the generation of future taxable profits depend on management's estimates of future cash flows. These depend on estimates of future sales volumes, operating costs, capital expenditure, dividends and other capital management transactions. Judgements are also required about the application of income tax legislation.

These judgements and assumptions are subject to risk and uncertainty, hence there is a possibility that changes in circumstances will alter expectations, which may impact the amount of deferred tax assets and deferred tax liabilities recognised on the balance sheet and the amount of other tax losses and temporary differences not yet recognised. In such circumstances, some or all of the carrying amount of recognised deferred tax assets and liabilities may require adjustment, resulting in corresponding credit or charge to the statement of comprehensive income.

Estimation of useful lives of assets

The estimation of the useful lives of assets has been based on historical experience and the condition of the asset is assessed at least once per year and considered against the remaining useful life. Adjustments to useful lives are made when considered necessary.

Impairment of assets

At each reporting date, the company reviews the carrying amounts of its tangible and intangible assets that have an indefinite useful life 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.

Note 3. Critical Accounting Estimates and Judgements (continued)

Impairment of assets (continued)

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 estimates of future cash flows have not been adjusted.

If the recoverable amount of an 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 profit or loss immediately, unless the relevant asset is carried at fair value, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (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 (cash-generating unit) in prior years. A reversal of an impairment loss is recognised in profit or loss immediately, unless the relevant asset is carried at fair value, in which case the reversal of the impairment loss is treated as a revaluation increase.

	2012 $	2011 $

Note 4. Revenue from Ordinary Activities

	2012 $	2011 $
Operating activities:		
- services commissions	1,450,202	1,363,155
- other revenue	7,782	3,054
Total revenue from operating activities	**1,457,984**	**1,366,209**
Non-operating activities:		
- interest received	41,287	37,108
- rental revenue	40,424	32,040
- other revenue	90,000	92,085
Total revenue from non-operating activities	**171,711**	**161,233**
Total revenues from ordinary activities	**1,629,695**	**1,527,442**

Note 5. Expenses

	2012 $	2011 $
Depreciation of non-current assets:		
- plant and equipment	12,980	18,408
- leasehold improvements	14,895	13,814

Notes to the financial statements (continued)

	Note	2012 $	2011 $
Note 5. Expenses (continued)			
Amortisation of non-current assets:			
- franchise agreement		5,648	14,870
		33,523	**47,092**
Bad debts		12	723
The following significant expense items, included as part of occupancy and associated costs in the Statement of Comprehensive Income, are relevant in explaining financial performance:			
- additional rent on Elizabeth branch premises		-	27,273

It was identified during the last financial year that rental increases associated with the Elizabeth branch premises had not been charged by the landlord for approximately three years. As a result additional rent owing as at 30 June 2011 was brought to account.

Note 6. Income Tax Expense

	Note	2012 $	2011 $
The components of tax expense comprise:			
- Current tax		79,643	83,857
- Movement in deferred tax		(6,244)	(593)
- Over provision for income tax in the prior period		-	(1,287)
		73,399	**81,977**
The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows:			
Operating profit		241,664	273,306
Prima facie tax on profit from ordinary activities at 30%		72,499	81,992
Add tax effect of:			
- non-deductible expenses		900	1,272
- timing difference expenses		6,244	593
- other deductible expenses		-	-
		79,643	**83,857**
Movement in deferred tax	11	(6,244)	(593)
Over provision for income tax in the prior period		-	(1,287)
		73,399	**81,977**

	2012 $	2011 $

Note 7. Cash and Cash Equivalents

Cash at bank and on hand	76,839	69,428
Term deposits	685,703	672,134
	762,542	**741,562**

The above figures are reconciled to cash at the end of the financial year as shown in the statement of cashflows as follows:

Note 7.(a) Reconciliation of cash

Cash at bank and on hand	76,839	69,428
Term deposits	685,703	672,134
	762,542	**741,562**

Note 8. Trade and Other Receivables

Trade receivables	156,247	135,091
Other receivables and accruals	3,064	13,533
Prepayments	7,115	-
	166,426	**148,624**

Current trade receivables are generally on 30-day terms. These receivables are assessed for recoverability and a provision for impairment is recognised when there is objective evidence that an individual trade receivable is impaired. At 30 June 2012 trade receivables of $14,876 (2011: $19,517) were past due but not considered impaired as it is expected that these amounts will be received.

The ageing analysis of trade receivables as at 30 June 2012 is as follows:

Current	141,371	115,574
31 - 60 days	-	4,027
61 - 90 days	-	342
Over 90 days	14,876	15,148
	156,247	**135,091**

Note 9. Property, Plant and Equipment

	2012 $	2011 $
Plant and equipment		
At cost	145,879	145,879
Less accumulated depreciation	(108,764)	(95,785)
	37,115	**50,094**
Leasehold improvements		
At cost	357,640	357,640
Less accumulated depreciation	(94,340)	(79,445)
	263,300	**278,195**
Total written down amount	**300,415**	**328,289**
Movements in carrying amounts:		
Plant and equipment		
Carrying amount at beginning	50,094	67,252
Additions	-	1,250
Disposals	-	-
Less: depreciation expense	(12,979)	(18,408)
Carrying amount at end	**37,115**	**50,094**
Leasehold improvements		
Carrying amount at beginning	278,195	292,009
Additions	-	-
Disposals	-	-
Less: depreciation expense	(14,895)	(13,814)
Carrying amount at end	**263,300**	**278,195**
Total written down amount	**300,415**	**328,289**

Note 10. Intangible Assets

	2012 $	2011 $
Franchise fee		
At cost	81,211	81,211
Less: accumulated amortisation	(76,539)	(73,797)
	4,672	**7,414**

Notes to the financial statements (continued)

	2012 $	2011 $
Note 10. Intangible Assets (continued)		
Preliminary expenses		
At cost	129,392	129,392
Less: accumulated amortisation	(126,518)	(123,612)
	2,874	**5,780**
Total written down amount	**7,546**	**13,194**

Note 11. Tax

	2012 $	2011 $
Current:		
Income tax payable	**43,557**	**51,682**
Non-Current:		
Deferred tax assets		
- accruals	-	-
- employee provisions	40,999	37,896
	40,999	**37,896**
Deferred tax liability		
- accruals	919	4,060
- deductible prepayments	-	-
	919	**4,060**
Net deferred tax asset	**40,080**	**33,836**
Movement in deferred tax charged to statement of comprehensive income	**(6,244)**	**(593)**

Note 12. Trade and Other Payables

	2012 $	2011 $
Current:		
Trade creditors	17,998	2,700
Other creditors and accruals	27,302	53,061
	45,300	**55,761**
Non-Current:		
Other creditors and accruals	**-**	**10,966**

	2012 $	2011 $

Note 13. Provisions

	2012 $	2011 $
Current:		
Provision for annual leave	58,463	52,087
Provision for long service leave	62,954	52,596
	121,417	**104,683**
Non-Current:		
Provision for long service leave	**15,246**	**21,636**

Note 14. Contributed Equity

	2012 $	2011 $
1,965,025 ordinary shares fully paid (2011: 1,965,025)	671,610	671,610
Less: equity raising expenses	(43,152)	(43,152)
	628,458	**628,458**

Rights attached to shares

(a) Voting rights

Subject to some limited exceptions, each member has the right to vote at a general meeting.

On a show of hands or a poll, each member attending the meeting (whether they are attending the meeting in person or by attorney, corporate representative or proxy) has one vote, regardless of the number of shares held. However, where a person attends a meeting in person and is entitled to vote in more than one capacity (for example, the person is a member and has also been appointed as proxy for another member) that person may only exercise one vote on a show of hands. On a poll, that person may exercise one vote as a member and one vote for each other member that person represents as duly appointed attorney, corporate representative or proxy.

The purpose of giving each member only one vote, regardless of the number of shares held, is to reflect the nature of the company as a community based company, by providing that all members of the community who have contributed to the establishment and ongoing operation of the **Community Bank®** have the same ability to influence the operation of the company.

(b) Dividends

Generally, dividends are payable to members in proportion to the amount of the share capital paid up on the shares held by them, subject to any special rights and restrictions for the time being attaching to shares. The franchise agreement with Bendigo and Adelaide Bank Limited contains a limit on the level of profits or funds that may be distributed to shareholders. There is also a restriction on the payment of dividends to certain shareholders if they have a prohibited shareholding interest (see below).

(c) Transfer

Generally, ordinary shares are freely transferable. However, the directors have a discretion to refuse to register a transfer of shares.

Subject to the foregoing, shareholders may transfer shares by a proper transfer effected in accordance with the company's constitution and the Corporations Act.

Note 14. Contributed Equity (continued)

Prohibited shareholding interest

A person must not have a prohibited shareholding interest in the company.

In summary, a person has a prohibited shareholding interest if any of the following applies:

- They control or own 10% or more of the shares in the company (the “10% limit”).
- In the opinion of the board they do not have a close connection to the community or communities in which the company predominantly carries on business (the “close connection test”).
- Where the person is a shareholder, after the transfer of shares in the company to that person the number of shareholders in the company is (or would be) lower than the base number (the “base number test”). The base number is 234. As at the date of this report, the company had 260 shareholders.

As with voting rights, the purpose of this prohibited shareholding provision is to reflect the community-based nature of the company.

Where a person has a prohibited shareholding interest, the voting and dividend rights attaching to the shares in which the person (and his or her associates) have a prohibited shareholding interest, are suspended.

The board has the power to request information from a person who has (or is suspected by the board of having) a legal or beneficial interest in any shares in the company or any voting power in the company, for the purpose of determining whether a person has a prohibited shareholding interest. If the board becomes aware that a member has a prohibited shareholding interest, it must serve a notice requiring the member (or the member’s associate) to dispose of the number of shares the board considers necessary to remedy the breach. If a person fails to comply with such a notice within a specified period (that must be between three and six months), the board is authorised to sell the specified shares on behalf of that person. The holder will be entitled to the consideration from the sale of the shares, less any expenses incurred by the board in selling or otherwise dealing with those shares.

In the constitution, members acknowledge and recognise that the exercise of the powers given to the board may cause considerable disadvantage to individual members, but that such a result may be necessary to enforce the prohibition.

	2012 $	2011 $
Note 15. Retained Earnings		
Balance at the beginning of the financial year	392,319	299,241
Net profit from ordinary activities after income tax	168,265	191,329
Dividends paid or provided for	(137,552)	(98,251)
Balance at the end of the financial year	**423,032**	**392,319**

Note 16. Statement of Cashflows

Reconciliation of profit from ordinary activities after tax to net cash provided by operating activities

	2012 $	2011 $
Profit from ordinary activities after income tax	168,265	191,329
Non cash items:		
- depreciation	27,875	32,222
- amortisation	5,648	14,870
Changes in assets and liabilities:		
- (increase)/decrease in receivables	(17,802)	(14,756)
- (increase)/decrease in other assets	(6,244)	(593)
- increase/(decrease) in payables	(21,427)	9,904
-increase/(decrease) in provisions	10,344	11,765
-increase/(decrease) in current tax liabilities	(8,127)	22,904
Net cashflows provided by operating activities	**158,532**	**267,645**

Note 17. Leases

Finance lease commitments

	2012 $	2011 $
Payable - minimum lease payments		
- not later than 12 months	149,654	134,204
- between 12 months and 5 years	294,593	285,897
- greater than 5 years	63,828	119,124
Present value of minimum lease payments	**508,075**	**539,225**

The company holds non-cancellable leases for each of the branch locations. The lease on the Virginia branch is a ten year term with an option of two additional terms of five years. The lease on the Elizabeth branch a five year term with an option of two additional terms of five years. Rent is payable on a monthly basis.

Note 18. Auditor's Remuneration

Amounts received or due and receivable by the auditor of the company for:

	2012 $	2011 $
- audit and review services	5,300	4,700
- non audit services	1,752	950
	7,052	**5,650**

Note 19. Director and Related Party Disclosures

The names of directors who have held office during the financial year are:

Dennis John Cook
Francesco Carlo Tassone
Leigh Kenneth Hall
Martin David Lindsell
Dino Musolino
Michael Robert Mayes
Grace Trimboli (Resigned 1 January 2012)
James Dimasi (Resigned 1 July 2012)

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

	2012 $	2011 $
Transactions with related parties:		
- Francessco Tassone is a partner in the partnership between IA & P Tassone Nominees Pty Ltd and The Trustee for the Virginia Trust which owns the property, Virginia Shopping Centre, where the Virginia Branch, Shop 7, is located and collected rental income and outgoings from the company during the financial year to the value of	59,230	61,193
- Dennis Cook is the Managing Director of ShareData Pty Ltd which provided share registry services to the company during the financial year to the value of	2,999	4,386

No Director's fees have been paid as the positions are held on a voluntary basis.

Directors' Shareholdings	2012	2011
Dennis John Cook	26,550	26,550
Francesco Carlo Tassone	106,000	106,000
Leigh Kenneth Hall	-	-
Martin David Lindsell	1	1
Dino Musolino	45,000	45,000
Michael Robert Mayes	22,500	22,500
Grace Trimboli (Resigned 1 January 2012)	2,250	2,250
James Dimasi (Resigned 1 July 2012)	-	-

There was no movement in directors' shareholdings during the year.

	2012 $	2011 $

Note 20. Dividends Paid or Provided

	2012 $	2011 $
a. Dividends paid during the year		
Prior year final dividend		
100% (2011: 100%) franked dividend - 7 cents (2011: 5 cents) per share	**137,552**	**98,251**
b. Franking account balance		
Franking credits available for subsequent reporting periods are:		
- franking account balance as at the end of the financial year	206,886	173,109
- franking credits that will arise from payment of income tax payable as at the end of the financial year	43,556	51,682
- franking debits that will arise from the payment of dividends recognised as a liability at the end of the financial year	-	-
Franking credits available for future financial reporting periods:	**250,442**	**224,791**
- franking debits that will arise from payment of dividends proposed or declared before the financial report was authorised for use but not recognised as a distribution to equity holders during the period	-	-
Net franking credits available	**250,442**	**224,791**

Note 21. Key Management Personnel Disclosures

No director of the company receives remuneration for services as a company director or committee member.

There are no executives within the company whose remuneration is required to be disclosed.

Note 22. Earnings Per Share

	2012	2011
(a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share	168,265	191,329
	Number	**Number**
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	1,965,025	1,965,025

Note 23. Events Occurring After the Balance Sheet Date

There have been no events after the end of the financial year that would materially affect the financial statements.

Note 24. Contingent Liabilities

There were no contingent liabilities at the date of this report to affect the financial statements.

Note 25. Segment Reporting

The economic entity operates in the service sector where it facilitates **Community Bank®** services in Adelaide Plains district, South Australia pursuant to a franchise agreement with Bendigo and Adelaide Bank Limited.

Note 26. Registered Office/Principal Place of Business

The entity is a company limited by shares, incorporated and domiciled in Australia. The registered office and principal place of business is:

Registered Office	Principal Place of Business
Virginia Shopping Centre	Virginia Shopping Centre
Shop 7/ Old Port Wakefield Road	Shop 7/ Old Port Wakefield Road
Virginia SA 5112	Virginia SA 5112
	Shop 1/3 Elizabeth Way
	Elizabeth SA 5112

Note 27. Financial Instruments

Net Fair Values

The net fair values of financial assets and liabilities approximate the carrying values as disclosed in the balance sheet. The company does not have any unrecognised financial instruments at the year end.

Credit Risk

The maximum exposure to credit risk at balance date to recognised financial assets is the carrying amount of those assets as disclosed in the balance sheet and notes to the financial statements.

There are no material credit risk exposures to any single debtor or group of debtors under financial instruments entered into by the economic entity.

Note 27. Financial Instruments (continued)

Interest Rate Risk

Financial instrument	Floating interest rate		Fixed interest rate maturing in: 1 year or less		Over 1 to 5 years		Over 5 years		Non interest bearing		Weighted average effective interest rate	
	2012 $	2011 $	2012 $	2011 $	2012 $	2011 $	2012 $	2011 $	2012 $	2011 $	2012 %	2011 %
Financial Assets												
Cash and cash equivalents	76,839	69,428	685,703	672,134	-	-	-	-	-	-	4.94	5.22
Receivables	-	-	-	-	-	-	-	-	166,426	148,624	N/A	N/A
Financial Liabilities												
Payables	-	-	-	-	-	-	-	-	45,300	66,727	N/A	N/A

Directors' declaration

In accordance with a resolution of the directors of Adelaide Plains Financial Services Limited, we state that:

In the opinion of the directors:

(a) the financial statements and notes of the company are in accordance with the Corporations Act 2001, including:

  (i) giving a true and fair view of the company's financial position as at 30 June 2012 and of its performance for the financial year ended on that date; and

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

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

(c) the audited remuneration disclosures set out in the remuneration report section of the directors' report comply with Accounting Standard AASB124 Related Party Disclosures and the Corporations Regulations 2001.

This declaration is made in accordance with a resolution of the board of directors.

Dennis John Cook,
Chairman

Signed on the 20th of September 2012.

Independent audit report

Partners in success

Chartered Accountants

Independent auditor's report to the members of Adelaide Plains Financial Services Limited

Report on the financial report

We have audited the accompanying financial report of Adelaide Plains Financial Services Limited, which comprises the balance sheet as at 30 June 2012, statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, a summary of significant accounting policies and other explanatory notes and the directors' declaration.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation and presentation of the financial report in accordance with Australian Accounting Standards and the *Corporations Act 2001*. This responsibility includes establishing and maintaining internal controls relevant to the preparation and 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 fair accounting estimates that are reasonable in the circumstances. In note 1, the directors also state in accordance with the Accounting Standard AASB 101 Presentation of Financial Statements that the financial statements comply with International Financial Reporting Standards.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. 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 our 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, we consider internal controls relevant to the entity's preparation and 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.

Our audit did not involve an analysis of the prudence of business decisions made by directors or management.

We performed the procedures to assess whether in all material respects the financial report presents fairly, in accordance with the *Corporations Act 2001* and Australian Accounting Standards, a true and fair view which is consistent with our understanding of the company's financial position and of its performance.

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

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Independent audit report (continued)

Independence

In conducting our audit we have complied with the independence requirements of the *Corporations Act 2001*. We have given to the directors of the company a written auditor's independence declaration, a copy of which is included in the directors' report. In addition to our audit of the financial report and the remuneration disclosures, we were engaged to undertake the services disclosed in the notes to the financial statements. The provision of these services has not impaired our independence.

Auditor's opinion on the financial report

In our opinion:

1) The financial report of Adelaide Plains Financial Services Limited is in accordance with the *Corporations Act 2001* including giving a true and fair view of the company's financial position as at 30 June 2012 and of its financial performance and its cash flows for the year then ended and complying with Australian Accounting Standards and the Corporations Regulations 2001.

2) The financial report also complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Report on the remuneration report

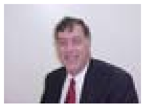
We have audited the remuneration report included in the directors' report for the year ended 30 June 2012. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is 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 Adelaide Plains Financial Services Limited for the year ended 30 June 2012, complies with section 300A of the *Corporations Act 2001*.

David Hutchings
Andrew Frewin Stewart
61 Bull Street Bendigo Vic 3550

Dated: 20 September 2012



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