

Adelaide Plains  
Financial Services Ltd  
ABN 50 088 304 581



# 2019 Annual Report

Virginia & Districts Community Bank Branch  
Elizabeth Community Bank Branch



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# Chairman's report

For year ending 30 June 2019

2019 has been an interesting year for banking with so many changes, however we have finished with a fair result which reflects the great service of the Senior Manager and staff at both our branches.

Adelaide Plains Financial Services Ltd has made an after-tax profit of \$100,971 for 2018/19.

Although we have decided not to deposit funds into the Community Enterprise Foundation™ (CEF) this year we still have a substantial amount available for suitable future community projects.

In 2019 we also celebrate our 20 years of service to our communities. This has been a great model with our two Community Bank branches (Virginia & Districts and Elizabeth) investing over \$2 million dollars back into the community, over the past 20 years.

Our vision has not changed where we need to continue to deliver high level customer service to ensure growth in our branches at Virginia and Elizabeth, with great products that meet the needs of our customers and to show we are the better big bank. Banking is entering a new phase of digital banking and in the economic climate we will continue to do the best we can in this environment.

On behalf of all the Directors I would like to express our gratitude to management and staff for their outstanding services they provided to all our customers. I would like to thank our shareholders for their continued support for the Board to manage the business.



**Dino Musolino**  
Chairman

# Senior Manager's report

For year ending 30 June 2019

As with the 2017/18 financial year, the 2018/19 financial year followed a similar path where our Revenue streams were affected by the tightening of the Bank's margins over the past 12 months. Predicting this outcome at the start of the financial year, meant we needed to focus on strict expense management throughout the year without devaluing our overall business and hurting the good we still needed to do in our local communities. We needed a balanced approach.

As a result, we were able to achieve our Profit (before tax) expectations that we had set for ourselves at the start of the financial year. This was a great result and a credit to the Board, Management and the staff of our two Community Bank branches at Virginia and Elizabeth.

The business overall is in a relatively strong position, but this coming year is also going to be tough, with one interest rate drop already occurring in June 2019 and talk of future drops which will again affect our Revenue streams to a greater degree.

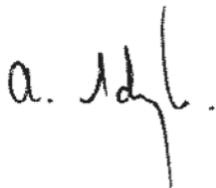
Our staffing levels across both branches remains consistent, which has allowed us to build on quality relationships and add value to our existing customer base. We have 60% of our staff who have been employed with us for more than five years which again demonstrates the commitment we have to our customers and our local communities. This alone gives our customers comfort in the fact they can deal with someone on a personal level, that they truly know and who also knows them. This is a great advantage to have in the current climate within the financial services industry.

As we focus on the year ahead, we aim to grow our business across our book value by a further 5%. This sets a challenging goal for our business in the current climate, but we truly believe this is achievable. The current climate is very competitive with the best deals we have seen in decades.

As I personally enter my 17th year as the Senior Manager with Adelaide Plains Financial Services Ltd and the company itself enters its 20th year, I would like to thank the staff, the volunteer Directors, our customers and stakeholders who have contributed to this year's result as well as the results we have achieved over the past 20 years.

In 20 years, we have invested in excess of \$2 million back into the local community, paid shareholder dividends of \$2.5 million, built a book value of \$183 million, while holding 8,383 accounts for 6,031 customers and supported more than 170 local community groups. A great achievement in ensuring the prosperity of our communities.

On a final note, I would like to encourage everyone to think back 20 years ago and revisit the reasons why the community worked so vigorously to open their own Community Bank branch in Virginia and the two way partnership it required to be of benefit to the local community.



**Alf Sobczak**  
**Senior Manager**

# Directors' report

For the financial year ended 30 June 2019

Your directors submit the financial statements of the company for the financial year ended 30 June 2019.

## Directors

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

### Dino Musolino

Chairman

Occupation: Business owner/operator

Qualifications, experience and expertise: Local businessman/owner operator. Currently director of six private companies involved in the horticultural industry and Board member Italian Radio Uno Adelaide. Holds an Advanced Diploma in Horticulture. Elected member of Playford Local Government for past 20 years. Chair Hortex Alliance. Former elected member of the Playford Local Government for 20 years.

Other current directorships: Hortex Alliance and Radio Italia Uno Adelaide

Special responsibilities: Chairman (Appointed 20 November 2018) and Marketing & Sponsorship Committee.

Interest in shares: 45,000

### Terance Michael Lioulios

Treasurer

Occupation: Senior Chartered Accountant

Qualifications, experience and expertise: Bachelor of Commerce (Accounting), Graduate Diploma of Chartered Accounting, CTA2 Advanced – The Tax Institute, ASIC Regulatory Guidance 146 – Self-Managed Superannuation Funds.

He is experienced in the Accounting industry, specialising in Australian Taxation, Business Advisory, Payroll and Self-Managed Superannuation. He has an ongoing involvement in his family's market gardening business, located in Virginia. Terance is a member of the Institute of Chartered Accountants Australia and New Zealand as well as a Fellow of The Tax Institute of Australia. Aside from his professional career, Terance plays football for and actively supports the Virginia Football Club.

Special responsibilities: Treasurer (Appointed 1 July 2018) and Audit and Finance Committee.

Interest in shares: Nil

### Vito Malivindi

Director

Occupation: Joinery / Director

Qualifications, experience and expertise: Local businessman/owner operator for 15 years' experience in the construction industry including project managing and construction managing. President of local soccer sporting club, including coaching of the Soccer club and mentoring young players.

Special responsibilities: Chairman of Marketing Committee.

Interest in shares: 2,250

### Rodney John Gibb

Director

Occupation: Semi-Retired Company Director

Qualifications, experience and expertise: He is a Fellow of the South Australian Security Industry Association and is accepted as an expert witness in the SA courts. From October 1991 until 28 June 2017 operated an SME security company in SA. He previously served as a director and company secretary for the Company was Chairman of the Virginia Residents Action Group for many years.

Special responsibilities: Nil

Interest in shares: 36,000

# Directors' report (continued)

## Directors (continued)

### Debbie Joy Turk

Director (Appointed 15 October 2018)

Secretary (Appointed 19 November 2018)

Occupation: Commercial Property Manager

Qualifications, experience and expertise: Debbie holds a Certificate IV in Real Estate with over 20 years in Commercial Property Management. Current portfolio covers properties ranging from the Barossa Valley to Keswick, but mostly concentrated in the Playford & Salisbury Council areas. The work provides great opportunities to talk to a wide range of people involved and invested in the community. Has been heavily involved with horses for the majority of life, serving on a range of committees in positions of Secretary, Treasurer and President. As well as competing in dressage and showing, has also judged at local, state and national level. As time permits is still involved in teaching and coaching horse riding and training.

Special responsibilities: Secretary (Appointed 19 November 2018)

Interest in shares: Nil

### Dennis John Cook

Director (Resigned 19 November 2018)

Occupation: Business owner/operator

Qualifications, experience and expertise: Business owner/operator providing 3D mechanical design functions to many engineering firms across South Australia. Managing Director of Gully Design Technology, HyperVdata and Share Data Pty Ltd providing data management and share registry services to companies nationally.

Special responsibilities: Human Resources Committee, overseeing Corporate Governance.

Interest in shares: 26,550

### Leigh Kenneth Hall OAM

Director (Resigned 19 November 2018)

Occupation: Retired

Qualifications, experience and expertise: Bachelor of Arts in Accounting, Graduate Diploma in Applied Finance and Investments, Fellow Certified Practising Accountant. Fellow Financial Services Institute of Australia. Previously held General Management positions in Community Services, Local Government, Banking and Manufacturing industries.

Special responsibilities: Secretary. Audit & Finance Committee.

Interest in shares: Nil

### Gloria Ann Porcelli

Director (Resigned 19 November 2018)

Occupation: Accountant

Qualifications, experience and expertise: CPA qualified accountant with over 20 years experience in senior financial management roles in private and public companies. Industry experience includes financial services, viticulture, winemaking and manufacturing. Qualifications include Bachelor of Business (Acc), CPA (CPA Australia), Graduate Diploma for Applied Finance & Investment (SIA).

Special responsibilities: Assistant Treasurer, Audit & Finance Committee.

Interest in shares: Nil

### Agapios Andrea Rentoulis

Director (Resigned 27 March 2019)

Occupation: Principal of Distinction Legal, Director of Distinction Legal Pty Ltd and Dist. Pty. Ltd.

Qualifications, experience and expertise: Bachelor of Law & International studies from the University of Adelaide. Lawyer for previous 7 years with strong experience in criminal law. Previously worked in boutique and mid-tier law firms in county South Australia and in Adelaide. Started Distinction Legal in August 2014. Member of the Law Society of S.A. Elected member at City of Playford since November 2014 and current member of Virginia Resident's Action Group. Vice President of Northern Plains Compass Incorporated.

Special responsibilities: Nil

Interest in shares: Nil

# Directors' report (continued)

## 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 for interests disclosed in note 19.

## Company Secretary

The company secretary is Debbie Joy Turk. Debbie was appointed to the position of secretary on 20 November 2018 when Leigh Kenneth Hall resigned.

Qualifications, experience and expertise: Debbie holds a Certificate IV in Real Estate with over 20 years in Commercial Property Management. Leigh holds Bachelor of Arts in Accounting, Graduate Diploma in Applied Finance and Investments, Fellow Certified Practising Accountant. Fellow Financial Services Institute of Australia. Previously held General Management positions in Community Services, Local Government, Banking and Manufacturing industries.

## Principal Activities

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

There have 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 2019	Year ended 30 June 2018
	\$	\$
	100,971	126,720

	Year ended 30 June 2019	
Dividends	Cents	\$
Dividends paid in the year	3.75	73,689

## 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.

## Events since 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' report (continued)

## 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 and 21 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	
	<u>Eligible</u>	<u>Attended</u>
Dino Musolino	11	9
Terance Lioulios	11	11
Vito Malivindi	11	6
Rodney John Gibb	11	9
Debbie Turk ( <i>Appointed 15 October 2018</i> )	8	7
Dennis John Cook ( <i>Resigned 19 November 2018</i> )	4	4
Leigh Kenneth Hall OAM ( <i>Resigned 19 November 2018</i> )	4	4
Gloria Ann Porcelli ( <i>Resigned 19 November 2018</i> )	4	2
Agapios Andrea Rentoulis ( <i>Resigned 27 March 2019</i> )	6	3

The Board has three sub-committees - Audit and Finance, Marketing and Community Investment and Governance and Human Resources which have elected Directors who meet on a regular, or as needs basis, and present reports/recommendations to the monthly Board meetings where required.

## Proceedings on behalf of the company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party, for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

No proceedings have been brought or intervened in on behalf of the company with leave of the Court under section 237 of the *Corporations Act 2001*.

# 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 and finance 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 and finance 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.

## Auditor's independence declaration

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

Signed in accordance with a resolution of the board of directors at Virginia, South Australia on 20 September 2019.



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Dino Musolino, Chairman

# Auditor's independence declaration



Chartered Accountants

61 Bull Street, Bendigo 3550  
PO Box 454, Bendigo 3552  
03 5443 0344  
afsbendigo.com.au

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

As lead auditor for the audit of Adelaide Plains Financial Services Ltd for the year ended 30 June 2019, I declare that, to the best of my knowledge and belief, there have been:

- i) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- ii) no contraventions of any applicable code of professional conduct in relation to the audit.

A handwritten signature in black ink, appearing to read 'Andrew Frewin Stewart'.

**Andrew Frewin Stewart**  
61 Bull Street, Bendigo Vic 3550  
Dated: 20 September 2019

A handwritten signature in black ink, appearing to read 'Joshua Griffin'.

**Joshua Griffin**  
Lead Auditor

# Financial statements

## Adelaide Plains Financial Services Limited Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2019

	Notes	2019 \$	2018 \$
Revenue from ordinary activities	4	1,408,350	1,432,333
Employee benefits expense		(813,729)	(750,212)
Charitable donations, sponsorship, advertising and promotion		(30,720)	(115,083)
Occupancy and associated costs		(191,088)	(168,829)
Systems costs		(40,078)	(40,997)
Depreciation and amortisation expense	5	(24,413)	(24,395)
General administration expenses		(168,553)	(158,032)
<b>Profit before income tax expense</b>		<b>139,769</b>	<b>174,785</b>
Income tax expense	6	(38,798)	(48,065)
<b>Profit after income tax expense</b>		<b>100,971</b>	<b>126,720</b>
<b>Total comprehensive income for the year attributable to the ordinary shareholders of the company:</b>		<b>100,971</b>	<b>126,720</b>
<b>Earnings per share</b>		<b>¢</b>	<b>¢</b>
Basic earnings per share	22	5.14	6.45

The accompanying notes form part of these financial statements.

# Financial statements (continued)

## Adelaide Plains Financial Services Limited Balance Sheet as at 30 June 2019

	Notes	2019 \$	2018 \$
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents	7	861,488	804,936
Trade and other receivables	8	124,594	131,085
Current tax asset	11	1,870	-
<b>Total current assets</b>		<b>987,952</b>	<b>936,021</b>
<b>Non-current assets</b>			
Property, plant and equipment	9	192,539	196,086
Intangible assets	10	133,077	16,097
Deferred tax asset	11	51,836	47,024
<b>Total non-current assets</b>		<b>377,452</b>	<b>259,207</b>
<b>Total assets</b>		<b>1,365,404</b>	<b>1,195,228</b>
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Current tax liabilities	11	-	22,352
Trade and other payables	12	67,697	50,288
Provisions	13	165,392	155,744
<b>Total current liabilities</b>		<b>233,089</b>	<b>228,384</b>
<b>Non-current liabilities</b>			
Trade and other payables	12	127,553	-
Provisions	13	32,652	22,016
<b>Total non-current liabilities</b>		<b>160,205</b>	<b>22,016</b>
<b>Total liabilities</b>		<b>393,294</b>	<b>250,400</b>
<b>Net assets</b>		<b>972,110</b>	<b>944,828</b>
<b>Equity</b>			
Issued capital	14	628,458	628,458
Retained earnings	15	343,652	316,370
<b>Total equity</b>		<b>972,110</b>	<b>944,828</b>

The accompanying notes form part of these financial statements.

# Financial statements (continued)

## Adelaide Plains Financial Services Limited Statement of Changes in Equity for the year ended 30 June 2019

	Notes	Issued capital \$	Retained earnings \$	Total equity \$
<b>Balance at 1 July 2017</b>		628,458	258,426	886,884
Total comprehensive income for the year		-	126,720	126,720
<b>Transactions with owners in their capacity as owners:</b>				
Shares issued during period		-	-	-
Costs of issuing shares		-	-	-
Dividends provided for or paid	20	-	(68,776)	(68,776)
<b>Balance at 30 June 2018</b>		<b>628,458</b>	<b>316,370</b>	<b>944,828</b>
<b>Balance at 1 July 2018</b>		628,458	316,370	944,828
Total comprehensive income for the year		-	100,971	100,971
<b>Transactions with owners in their capacity as owners:</b>				
Shares issued during period		-	-	-
Costs of issuing shares		-	-	-
Dividends provided for or paid	20	-	(73,689)	(73,689)
<b>Balance at 30 June 2019</b>		<b>628,458</b>	<b>343,652</b>	<b>972,110</b>

The accompanying notes form part of these financial statements.

# Financial statements (continued)

## Adelaide Plains Financial Services Limited Statement of Cash Flows for the year ended 30 June 2019

	Notes	2019 \$	2018 \$
<b>Cash flows from operating activities</b>			
Receipts from customers		1,534,977	1,567,726
Payments to suppliers and employees		(1,336,062)	(1,340,282)
Interest received		18,698	14,842
Income taxes paid		(67,832)	(70,919)
<b>Net cash provided by operating activities</b>	16	<b>149,781</b>	<b>171,367</b>
<b>Cash flows from investing activities</b>			
Payments for property, plant and equipment		(6,491)	-
Payments for intangible assets		(13,049)	(9,268)
<b>Net cash used in investing activities</b>		<b>(19,540)</b>	<b>(9,268)</b>
<b>Cash flows from financing activities</b>			
Dividends paid	20	(73,689)	(68,776)
<b>Net cash used in financing activities</b>		<b>(73,689)</b>	<b>(68,776)</b>
<b>Net increase in cash held</b>		<b>56,552</b>	<b>93,323</b>
Cash and cash equivalents at the beginning of the financial year		804,936	711,613
<b>Cash and cash equivalents at the end of the financial year</b>	7(a)	<b>861,488</b>	<b>804,936</b>

The accompanying notes form part of these financial statements.

# Notes to the financial statements

For year ended 30 June 2019

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**Note 1. Summary of significant accounting policies**

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**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 Standards Board (AASB) 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 which 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.

*Application of new and amended accounting standards*

There are two new accounting standards which have been issued by the AASB that became mandatorily effective for accounting periods beginning on or after 1 January 2018, and are therefore relevant for the current financial year.

*AASB 15 Revenue from Contracts with Customers*

AASB 15 replaces *AASB 111 Construction Contracts*, *AASB 118 Revenue* and related Interpretations and it applies, with limited exceptions, to all revenue arising from contracts with customers. AASB 15 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

AASB 15 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The existing revenue recognition through the monthly Bendigo and Adelaide Bank Limited profit share provides an accurate reflection of consideration received in exchange for the transfer of services to the customer. Therefore based on our assessment this accounting standard has not materially affected any of the amounts recognised in the current period and is not likely to affect future periods.

*AASB 9 Financial Instruments*

AASB 9 sets out requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. This standard replaces *AASB 139 Financial Instruments: Recognition and Measurement*.

Based on our assessment this accounting standard has not had any impact on the carrying amounts of financial assets or liabilities at 1 July 2018. For additional information about accounting policies relating to financial instruments, see Note 1 k).

# Notes to the financial statements (continued)

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## Note 1. Summary of significant accounting policies (continued)

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### a) Basis of preparation (continued)

#### *AASB 9 Financial Instruments (continued)*

There are also a number of accounting standards and interpretations issued by the AASB that become effective in future accounting periods.

The company has elected not to apply any accounting standards or interpretations before their mandatory operative date for the annual reporting period beginning 1 July 2018. These future accounting standards and interpretations therefore have no impact on amounts recognised in the current period or any prior period.

#### *AASB 16 Leases*

Only AASB 16, effective for the annual reporting period beginning on or after 1 January 2019 is likely to impact the company. AASB 16 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases.

AASB 16 replaces existing leases guidance, including *AASB 117 Leases* and related Interpretations. This standard is mandatory for annual reporting periods beginning on or after 1 January 2019.

The company plans to apply AASB 16 initially on 1 July 2019, using the modified retrospective approach. Therefore, the cumulative effect of adopting AASB 16 will be recognised as an adjustment to the opening balance of retained earnings at 1 July 2019, with no restatement of comparative information.

The company has assessed the estimated impact that initial application of AASB 16 will have on its financial statements. The actual impacts of adopting the standard on 1 July 2019 may change.

The company will recognise new assets and liabilities for operating leases of its branches. The nature of expenses related to these leases will now change as the company will recognise a depreciation charge for right-of-use assets and interest expense on lease liabilities. Previously, the company recognised operating lease expense on a straight-line basis over the term of the lease.

No significant impact is expected for the company's finance leases.

Based on the information currently available, the company estimates that it will recognise additional lease liabilities and new right-of-use assets of \$1,522,647.

#### *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 Elizabeth and Virginia, South Australia.

The branches operate 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** branches 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.

The company promotes and sells the products and services, but is not a party to the transaction.

# Notes to the financial statements (continued)

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**Note 1. Summary of significant accounting policies (continued)**

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**a) Basis of preparation (continued)**

The credit risk (i.e. the risk that a customer will not make repayments) is for the relevant Bendigo and Adelaide Bank Limited entity to bear as long as the company has complied with the appropriate procedures and relevant obligations and has not exercised a discretion in granting or extending credit.

Bendigo and Adelaide Bank Limited provides significant assistance in establishing and maintaining the **Community Bank** branches 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 and assistance in relation to:

- design, layout and fit out of the **Community Bank** branches
- 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
- 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.

Revenue arises from the rendering of services through its franchise agreement with the Bendigo and Adelaide Bank Limited. The revenue recognised is measured by reference to the fair value of consideration received or receivable, excluding sales taxes, rebates, and trade discounts.

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).

**b) Revenue***Revenue calculation*

The franchise agreement provides that three forms of revenue may be earned by the company – margin, commission and fee income. Bendigo and Adelaide Bank Limited decides the form of revenue the company earns on different types of products and services.

The revenue earned by the company is dependent on the business that it generates. It may also be affected by other factors, such as economic and local conditions, for example, interest rates.

*Core banking products*

Bendigo and Adelaide Bank Limited has identified some Bendigo Bank Group products and services as 'core banking products'. It may change the products and services which are identified as core banking products by giving the company at least 30 days notice. Core banking products currently include Bendigo Bank branded home loans, term deposits and at call deposits.

# Notes to the financial statements (continued)

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## Note 1. Summary of significant accounting policies (continued)

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### b) Revenue (continued)

#### *Margin*

Margin is arrived at through the following calculation:

- Interest paid by customers on loans less interest paid to customers on deposits
- *plus* any deposit returns i.e. interest return applied by Bendigo and Adelaide Bank Limited for a deposit,
- *minus* any costs of funds i.e. interest applied by Bendigo and Adelaide Bank Limited to fund a loan.

Margin is paid on all core banking products. A funds transfer pricing model is used for the method of calculation of the cost of funds, deposit return and margin.

The company is entitled to a share of the margin earned by Bendigo and Adelaide Bank Limited (i.e. income adjusted for Bendigo and Adelaide Bank Limited's interest expense and interest income return). However, if this reflects a loss, the company incurs a share of that loss.

#### *Commission*

Commission is a fee paid for products and services sold. It may be paid on the initial sale or on an ongoing basis. Commission is payable on the sale of an insurance product such as home contents. Examples of products and services on which ongoing commissions are paid include leasing and Sandhurst Trustees Limited products.

#### *Fee income*

Fee income is a share of what is commonly referred to as 'bank fees and charges' charged to customers by Bendigo Bank Group entities including fees for loan applications and account transactions.

#### *Discretionary financial contributions*

In addition to margin, commission and fee income, and separate from the franchise agreement, Bendigo and Adelaide Bank Limited has also made discretionary financial payments to the company. These are referred to by Bendigo and Adelaide Bank Limited as a "Market Development Fund" (MDF).

The amount has been based on the volume of business attributed to a branch. The purpose of the discretionary payments is to assist with local market development activities, including community sponsorships and donations. It is for the board to decide how to use the MDF.

The payments from Bendigo and Adelaide Bank Limited are discretionary and Bendigo and Adelaide Bank Limited may change the amount or stop making them at any time.

#### *Ability to change financial return*

Under the franchise agreement, Bendigo and Adelaide Bank Limited may change the form and amount of financial return that the company receives. The reasons it may make a change include changes in industry or economic conditions or changes in the way Bendigo and Adelaide Bank Limited earns revenue.

The change may be to the method of calculation of margin, the amount of margin, commission and fee income or a change of a margin to a commission or vice versa. This may affect the amount of revenue the company receives on a particular product or service.

If Bendigo and Adelaide Bank Limited makes a change to the margin or commission on core banking products and services, it must not reduce the margin and commission the company receives on core banking products and services Bendigo and Adelaide Bank Limited attributes to the company to less than 50% (on an aggregate basis) of Bendigo and Adelaide Bank Limited's margin at that time. For other products and services, there is no restriction on the change Bendigo and Adelaide Bank Limited may make.

Bendigo and Adelaide Bank Limited must give the company 30 days notice before it changes the products and services on which margin, commission or fee income is paid, the method of calculation of margin and the amount of margin, commission or fee income.

# Notes to the financial statements (continued)

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## Note 1. Summary of significant accounting policies (continued)

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### b) Revenue (continued)

#### *Monitoring and changing financial return*

Bendigo and Adelaide Bank Limited monitors the distribution of financial return between **Community Bank** companies and Bendigo and Adelaide Bank Limited on an ongoing basis.

Overall, Bendigo and Adelaide Bank Limited has made it clear that the **Community Bank** model is based on the principle of shared reward for shared effort. In particular, in relation to core banking products and services, the aim is to achieve an equal share of Bendigo and Adelaide Bank Limited's margin.

### 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 unrefundable).

#### *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 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 entity intends to settle its tax assets and liabilities on a net basis.

#### *Current and deferred tax for the period*

Current and deferred tax is recognised as an expense or income in the Statement of Profit or Loss and Other 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 gain from a bargain purchase.

### 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.

# Notes to the financial statements (continued)

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**Note 1. Summary of significant accounting policies (continued)**

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**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 are reviewed at the end of each annual reporting period.

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

- leasehold improvements	5 - 15	years
- plant and equipment	2.5 - 40	years
- furniture and fittings	4 - 40	years

**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.

The renewal processing fee paid to Bendigo and Adelaide Bank Limited when renewing the franchise agreement has also 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.

# Notes to the financial statements (continued)

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**Note 1. Summary of significant accounting policies (continued)**

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**k) Financial instruments (continued)***Recognition and initial measurement (continued)*

Financial instruments (except for trade receivables) are initially measured at fair value plus transaction costs, except where the instrument is classified at fair value through profit or loss, in which case transaction costs are expensed to profit or loss immediately. Where available, quoted prices in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

Trade receivables are initially measured at the transaction price if the trade receivables do not contain a significant financing component or if the practical expedient was applied as specified in AASB 15.63.

*Classification and subsequent measurement**(i) Financial liabilities*

Financial liabilities include borrowings, trade and other payables and non-derivative financial liabilities (excluding financial guarantees). They are subsequently measured at amortised cost using the effective interest rate method.

The effective interest rate is the internal rate of return of the financial asset or liability, that is, it is the rate that exactly discounts the estimated future cash flows through the expected life of the instrument to the net carrying amount at initial recognition.

*(ii) Financial assets*

Financial assets are subsequently measured at:

- amortised cost;
- fair value through other comprehensive income (FVOCI); or
- fair value through profit and loss (FVTPL).

A financial asset is subsequently measured at amortised cost if it meets the following conditions:

- the financial asset is managed solely to collect contractual cash flows; and
- the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principle amount outstanding on specified dates.

The company's trade and most other receivables are measured at amortised cost as well as deposits that were previously classified as held-to-maturity under AASB 139.

A financial asset is subsequently measured at FVOCI if it meets the following conditions:

- the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principle amount outstanding on specified dates; and
- the business model for managing the financial assets comprises both contractual cash flows collection and the selling of the financial asset.

By default, all other financial assets that do not meet the conditions of amortised cost and FVOCI's measurement condition are subsequently measured at FVTPL.

The company's investments in equity instruments are measured at FVTPL unless the company irrevocably elects at inception to measure at FVOCI.

*Derecognition**(i) Derecognition of financial liabilities*

A liability is derecognised when it is extinguished (ie when the obligation in the contract is discharged, cancelled or expires). An exchange of an existing financial liability for a new one with substantially modified terms, or a substantial modification to the terms of a financial liability, is treated as an extinguishment of the existing liability and recognition of a new financial liability.

The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

# Notes to the financial statements (continued)

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## Note 1. Summary of significant accounting policies (continued)

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### k) Financial instruments (continued)

#### (ii) Derecognition of financial assets

A financial asset is derecognised when the holder's contractual rights to its cash flows expires, or the asset is transferred in such a way that all the risks and rewards of ownership are substantially transferred.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

#### Impairment

The company recognises a loss allowance for expected credit losses on:

- financial assets that are measured at fair value through other comprehensive income;
- lease receivables;
- loan commitments that are not measured at fair value through profit or loss; and
- financial guarantee contracts that are not measured at fair value through profit or loss.

Loss allowance is not recognised for:

- financial assets measured at fair value through profit or loss; or
- equity instruments measured at fair value through other comprehensive income.

Expected credit losses are the probability-weighted estimate of credit losses over the expected life of a financial instrument. A credit loss is the difference between all contractual cash flows that are due and all cash flows expected to be received, all discounted at the original effective interest rate of the financial instrument.

The company uses the simplified approach to impairment, as applicable under AASB 9. The simplified approach does not require tracking of changes in credit risk at every reporting period, but instead requires the recognition of lifetime expected credit loss at all times.

This approach is applicable to:

- trade receivables that result from transactions that are within the scope of AASB 15, that contain a significant financing component; and
- lease receivables.

In measuring the expected credit loss, a provision matrix for trade receivables is used, taking into consideration various data to get to an expected credit loss, (ie diversity of its customer base, appropriate groupings of its historical loss experience etc.).

#### Recognition of expected credit losses in financial statements

At each reporting date, the entity recognises the movement in the loss allowance as an impairment gain or loss in the statement of profit or loss and other comprehensive income.

Assets measured at fair value through other comprehensive income are recognised at fair value with changes in fair value recognised in other comprehensive income. The amount in relation to change in credit risk is transferred from other comprehensive income to profit or loss at every reporting period.

### 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.

# Notes to the financial statements (continued)

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**Note 1. Summary of significant accounting policies (continued)**

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**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 or 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) Issued capital**

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.

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**Note 2. Financial risk management**

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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.

# Notes to the financial statements (continued)

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**Note 2. Financial risk management (continued)**

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*Expected credit loss assessment for Bendigo and Adelaide Bank Limited*

The company's franchise agreement limits the company's credit exposure to one financial institution, being Bendigo and Adelaide Bank Limited. Due to the reliance on Bendigo and Adelaide Bank Limited the company has reviewed the credit ratings provided by Standard & Poors, Moody's and Fitch Ratings to determine the level of credit risk exposure of the company. The most recent credit rating provided by the ratings agencies is as follows:

Ratings Agency	Long-Term	Short-Term	Outlook
Standard & Poor's	BBB+	A-2	Stable
Fitch Ratings	A-	F2	Stable
Moody's	A3	P-2	Stable

Based on the above risk ratings the company has classified Bendigo and Adelaide Bank Limited as low risk.

The company has performed a historical assessment of receivables from Bendigo and Adelaide Bank Limited and found no instances of default. As a result no impairment loss allowance has been made in relation to the Bendigo & Adelaide Bank Limited receivable as at 30 June 2019.

*Expected credit loss assessment for other customers*

The company has performed a historical assessment of the revenue collected from other customers and found no instances of default. As a result no impairment loss allowance has been made in relation to other customers as at 30 June 2019.

(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.

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 where 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%.

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 2019 can be seen in the Statement of Profit or Loss and Other Comprehensive Income.

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

# Notes to the financial statements (continued)

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## Note 3. Critical accounting estimates and judgements

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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 carried-forward 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. There is therefore 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 Profit or Loss and Other 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 entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

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.

# Notes to the financial statements (continued)

## Note 3. Critical accounting estimates and judgements (continued)

### Impairment of assets (continued)

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.

Note 4. Revenue from ordinary activities	2019	2018
	\$	\$
Operating activities:		
- gross margin	1,116,524	1,142,578
- services commissions	92,084	82,777
- fee income	120,076	128,688
- market development fund	62,500	63,125
Total revenue from operating activities	<u>1,391,184</u>	<u>1,417,168</u>
Non-operating activities:		
- interest income	17,166	15,165
Total revenue from non-operating activities	<u>17,166</u>	<u>15,165</u>
Total revenues from ordinary activities	<u><u>1,408,350</u></u>	<u><u>1,432,333</u></u>

## Note 5. Expenses

Depreciation of non-current assets:		
- plant and equipment	1,432	1,053
- leasehold improvements	6,970	7,274
- furniture and fittings	1,152	998
Amortisation of non-current assets:		
- franchise agreement	4,588	4,800
- franchise renewal fee	10,271	10,270
	<u>24,413</u>	<u>24,395</u>
Bad debts	<u>1,231</u>	<u>1,704</u>
Credit loss charged to the company	<u>3,745</u>	<u>729</u>
Decrease in net market value of financial assets (FVTPL)	<u>3,745</u>	<u>-</u>

## Notes to the financial statements (continued)

<b>Note 6. Income tax expense</b>	<b>2019</b>	<b>2018</b>
	\$	\$
The components of tax expense comprise:		
- Current tax	43,610	57,208
- Movement in deferred tax	(4,812)	(9,143)
	<u>38,798</u>	<u>48,065</u>
The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows		
Operating profit	139,770	174,785
Prima facie tax on loss from ordinary activities at 27.5% (2018: 27.5%)	38,437	48,065
Add tax effect of:		
- non-deductible expenses	495	-
- timing difference expenses	4,678	9,143
	<u>43,610</u>	<u>57,208</u>
Movement in deferred tax	(4,812)	(9,143)
	<u>38,798</u>	<u>48,065</u>

### **Note 7. Cash and cash equivalents**

Cash at bank and on hand	210,806	90,450
Term deposits	650,682	714,486
	<u>861,488</u>	<u>804,936</u>

### **Note 7.(a) Reconciliation to cash flow statement**

The above figures reconcile to the amount of cash shown in the statement of cash flows at the end of the financial year as follows:

Cash at bank and on hand	210,806	90,450
Term deposits	650,682	714,486
	<u>861,488</u>	<u>804,936</u>

### **Note 8. Trade and other receivables**

Trade receivables	110,602	113,977
Prepayments	12,847	14,431
Other receivables and accruals	1,145	2,677
	<u>124,594</u>	<u>131,085</u>

# Notes to the financial statements (continued)

<b>Note 9. Property, plant and equipment</b>	<b>2019</b>	<b>2018</b>
	<b>\$</b>	<b>\$</b>
Leasehold improvements		
At cost	357,640	357,640
Less accumulated depreciation	(176,392)	(169,422)
	<u>181,248</u>	<u>188,218</u>
Plant and equipment		
At cost	91,729	86,985
Less accumulated depreciation	(82,564)	(81,132)
	<u>9,165</u>	<u>5,853</u>
Furniture and fittings		
At cost	23,013	22,097
Less accumulated depreciation	(20,887)	(20,082)
	<u>2,126</u>	<u>2,015</u>
Total written down amount	<u>192,539</u>	<u>196,086</u>
<b>Movements in carrying amounts:</b>		
Leasehold improvements		
Carrying amount at beginning	188,218	195,492
Additions	-	-
Disposals	-	-
Less: depreciation expense	(6,970)	(7,274)
Carrying amount at end	<u>181,248</u>	<u>188,218</u>
Plant and equipment		
Carrying amount at beginning	5,853	6,906
Additions	4,744	-
Disposals	-	-
Less: depreciation expense	(1,432)	(1,053)
Carrying amount at end	<u>9,165</u>	<u>5,853</u>
Furniture and fittings		
Carrying amount at beginning	2,015	3,013
Additions	1,746	-
Disposals	(483)	-
Less: depreciation expense	(1,152)	(998)
Carrying amount at end	<u>2,126</u>	<u>2,015</u>
Total written down amount	<u>192,539</u>	<u>196,086</u>

# Notes to the financial statements (continued)

<b>Note 10. Intangible assets</b>	<b>2019</b>	<b>2018</b>
	\$	\$
Establishment fee		
At cost	129,392	129,392
Less: accumulated amortisation	(129,392)	(129,392)
	<u>-</u>	<u>-</u>
Franchise fee		
At cost	130,112	108,138
Less: accumulated amortisation	(107,755)	(103,168)
	<u>22,357</u>	<u>4,970</u>
Renewal processing fee		
At cost	187,234	77,370
Less: accumulated amortisation	(76,514)	(66,243)
	<u>110,720</u>	<u>11,127</u>
Total written down amount	<u>133,077</u>	<u>16,097</u>

## **Note 11. Tax**

### **Current:**

Income tax payable/(refundable)	<u>(1,870)</u>	<u>22,352</u>
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### **Non-Current:**

Deferred tax assets		
- accruals	799	1,045
- employee provisions	54,462	48,884
	<u>55,261</u>	<u>49,929</u>
Deferred tax liability		
- accruals	315	736
- property, plant and equipment	3,110	2,169
	<u>3,425</u>	<u>2,905</u>
Net deferred tax asset	<u>51,836</u>	<u>47,024</u>
Movement in deferred tax charged to Statement of Profit or Loss and Other Comprehensive Income	<u>(4,812)</u>	<u>(9,143)</u>

# Notes to the financial statements (continued)

<b>Note 12. Trade and other payables</b>	<b>2019</b>	<b>2018</b>
	\$	\$
<b>Current:</b>		
Trade creditors	1,986	260
Other creditors and accruals	65,711	50,028
	<u>67,697</u>	<u>50,288</u>
<b>Non-current:</b>		
Other creditors and accruals	<u>127,553</u>	<u>-</u>

## **Note 13. Provisions**

<b>Current:</b>		
Provision for annual leave	54,837	55,516
Provision for long service leave	110,555	100,228
	<u>165,392</u>	<u>155,744</u>
<b>Non-current:</b>		
Provision for long service leave	<u>32,652</u>	<u>22,016</u>

## **Note 14. Issued capital**

1,965,025 ordinary shares fully paid (2018: 1,965,025)	671,610	671,610
Less: equity raising expenses	(43,152)	(43,152)
	<u>628,458</u>	<u>628,458</u>

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** branch have the same ability to influence the operation of the company.

# Notes to the financial statements (continued)

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## Note 14. Issued capital (*continued*)

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Rights attached to shares (*continued*)

(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 2001*.

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 233. As at the date of this report, the company had 259 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.

# Notes to the financial statements (continued)

<b>Note 15. Retained earnings</b>	<b>2019</b>	<b>2018</b>
	\$	\$
Balance at the beginning of the financial year	316,370	258,426
Net profit from ordinary activities after income tax	100,971	126,720
Dividends provided for or paid	(73,689)	(68,776)
Balance at the end of the financial year	<u>343,652</u>	<u>316,370</u>

## **Note 16. Statement of cash flows**

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

Profit from ordinary activities after income tax	100,971	126,720
Non cash items:		
- depreciation	9,554	9,325
- amortisation	14,859	15,070
- loss on disposal of assets	483	-
Changes in assets and liabilities:		
- (increase)/decrease in receivables	6,491	11,872
- (increase)/decrease in other assets	(6,682)	(9,143)
- increase/(decrease) in payables	26,173	120
- increase/(decrease) in provisions	20,284	31,114
- increase/(decrease) in current tax liabilities	(22,352)	(13,711)
Net cash flows provided by operating activities	<u>149,781</u>	<u>171,367</u>

## **Note 17. Leases**

Operating lease commitments

Non-cancellable operating leases contracted for but not capitalised in the financial statements

Payable - minimum lease payments:

- not later than 12 months	137,011	69,629
- between 12 months and 5 years	449,998	5,381
- greater than 5 years	10,221	-
	<u>597,230</u>	<u>75,010</u>

The company holds non-cancellable leases for each of the branch locations. The lease on the Virginia branch is a ten year term which expires in July 2019 with an renewal agreed for four year term commencing August 2019. The lease has one further terms of five years available for renewal. The Elizabeth branch lease was renewed on the 1 June 2018, with two further terms of five years available for renewal.

# Notes to the financial statements (continued)

<b>Note 18. Auditor's remuneration</b>	<b>2019</b>	<b>2018</b>
	\$	\$
Amounts received or due and receivable by the auditor of the company for:		
- audit and review services	5,500	5,400
- non audit services	2,810	2,430
	<u>8,310</u>	<u>7,830</u>

## **Note 19. Director and related party disclosures**

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

Dino Musolino  
 Terance Lioulios  
 Vito Malivindi  
 Rodney John Gibb  
 Debbie Turk (*Appointed 15 October 2018*)  
 Dennis John Cook (*Resigned 19 November 2018*)  
 Leigh Kenneth Hall OAM (*Resigned 19 November 2018*)  
 Gloria Ann Porcelli (*Resigned 19 November 2018*)  
 Agapios Andrea Rentoulis (*Resigned 27 March 2019*)

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

Transactions with related parties:

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:

<b>Directors Shareholdings</b>	<b><u>2019</u></b>	<b><u>2018</u></b>
Dino Musolino	45,000	45,000
Terance Lioulios	-	-
Vito Malivindi	2,250	2,250
Rodney John Gibb	36,000	36,000
Debbie Turk ( <i>Appointed 15 October 2018</i> )	-	-
Dennis John Cook ( <i>Resigned 19 November 2018</i> )	26,550	26,550
Leigh Kenneth Hall OAM ( <i>Resigned 19 November 2018</i> )	-	-
Gloria Ann Porcelli ( <i>Resigned 19 November 2018</i> )	-	-
Agapios Andrea Rentoulis ( <i>Resigned 27 March 2019</i> )	-	-

There was no movement in directors shareholdings during the year.

# Notes to the financial statements (continued)

Note 20. Dividends provided for or paid	2019	2018
	\$	\$
<b>a. Dividends paid during the year</b>		
Current year dividend		
100% (2018: 100%) franked dividend - 3.75 cents (2018: 3.5 cents) per share	<u>73,689</u>	<u>68,776</u>
The tax rate at which dividends have been franked is 27.5% (2018: 27.5%).		
<b>b. Franking account balance</b>		
Franking credits available for subsequent reporting periods are:		
- franking account balance as at the beginning of the financial year	193,760	148,927
- franking credits that will arise from payment of income tax paid during the financial year	57,098	35,549
- franking debits from the payment of fully franked dividends	(27,951)	(26,087)
- franking credits from payment of income tax following lodgement of annual income tax returns	10,733	35,371
- franking account balance as at the end of the financial year	<u>233,640</u>	<u>193,760</u>
- franking credits that will arise from payment of income tax payable as at the end of the financial year	(1,870)	22,352
Net franking credits available	<u><u>231,770</u></u>	<u><u>216,112</u></u>

## Note 21. Key management personnel disclosures

The directors received remuneration including superannuation, as follows:

Dino Musolino	1,570	600
Terance Lioulios	1,940	1,200
Vito Malivindi	720	960
Rodney John Gibb	1,080	1,440
Debbie Turk ( <i>Appointed 15 October 2018</i> )	1,210	-
Dennis John Cook ( <i>Resigned 19 November 2018</i> )	850	1,820
Leigh Kenneth Hall OAM ( <i>Resigned 19 November 2018</i> )	970	1,460
Gloria Ann Porcelli ( <i>Resigned 19 November 2018</i> )	360	1,340
Agapios Andrea Rentoulis ( <i>Resigned 27 March 2019</i> )	360	960
	<u>9,060</u>	<u>9,780</u>

# Notes to the financial statements (continued)

<b>Note 22. Earnings per share</b>	<b>2019</b>	<b>2018</b>
	\$	\$
(a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share	100,971	126,720
	<b>Number</b>	<b>Number</b>
(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 reporting date**

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

## **Note 24. Contingent liabilities and contingent assets**

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

## **Note 25. Community Enterprise Foundation**

Community Enterprise Foundation™ (CEF) is the philanthropic arm of the Bendigo and Adelaide Bank Group. The funds are held by the CEF in trust on behalf of the company and are available for distribution as grants to eligible applicants. The balance of funds held by the CEF as at 30 June 2019 is as follows:

	<b>2019</b>	<b>2018</b>
	\$	\$
Opening balance	696,587	602,953
Contributions	-	98,421
Grants paid	(2,228)	(12,588)
Interest	13,927	12,274
Management fees	-	(4,473)
Balance available for distribution	<u>708,286</u>	<u>696,587</u>

## **Note 26. 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 27. 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  
Virginia Shopping Centre  
Shop 7/Old Port Wakefield Road  
Virginia SA 5120

Principal Place of Business  
Virginia Shopping Centre  
Shop 7/Old Port Wakefield Road  
Virginia SA 5120

# Notes to the financial statements (continued)

## Note 28. Financial instruments

### Financial Instrument Composition and Maturity Analysis

The table below reflects the undiscounted contractual settlement terms for all financial instruments, as well as the settlement period for instruments with a fixed period of maturity and interest rate.

Financial instrument	Floating interest		Fixed interest rate maturing in						Non interest bearing		Weighted average	
			1 year or less		Over 1 to 5 years		Over 5 years					
	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	%	%
<b>Financial assets</b>												
Cash and cash equivalents	210,806	90,450	650,682	714,486	-	-	-	-	-	-	2.03	1.82
Receivables	-	-	-	-	-	-	-	-	110,602	113,977	N/A	N/A
<b>Financial liabilities</b>												
Payables	-	-	-	-	-	-	-	-	1,986	260	N/A	N/A

### 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.

### Interest Rate Risk

Interest rate risk refers to the risk that the value of a financial instrument or cash flows associated with the instrument will fluctuate due to changes in market interest rates. Interest rate risk arises from the interest bearing financial assets and liabilities in place subject to variable interest rates, as outlined above.

### Sensitivity Analysis

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

As at 30 June 2019, the effect on profit and equity as a result of changes in interest rate, with all other variables remaining constant would be as follows:

	2019	2018
	\$	\$
Change in profit/(loss)		
Increase in interest rate by 1%	8,615	8,049
Decrease in interest rate by 1%	(8,615)	(8,049)
Change in equity		
Increase in interest rate by 1%	8,615	8,049
Decrease in interest rate by 1%	(8,615)	(8,049)

# 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 2019 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.



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Dino Musolino, Chairman

Signed on the 20th of September 2019.

# Independent audit report



Chartered Accountants

61 Bull Street, Bendigo 3550  
PO Box 454, Bendigo 3552  
03 5443 0344  
afsbendigo.com.au

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

### Report on the audit of the financial report

#### Our opinion

In our opinion, the accompanying financial report of Adelaide Plains Financial Services Ltd, is 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 2019 and of its financial performance for the year ended; and
- ii. complying with Australian Accounting Standards.

#### What we have audited

Adelaide Plains Financial Services Ltd's (the company) financial report comprises the:

- ✓ Statement of profit or loss and other comprehensive income
- ✓ Balance sheet
- ✓ Statement of changes in equity
- ✓ Statement of cash flows
- ✓ Notes comprising a summary of significant accounting policies and other explanatory notes
- ✓ The directors' declaration of the company.

#### Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report.

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*. We are independent of the company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's *APES 110 Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

#### Other information

The company usually prepares an annual report that will include the financial statements, directors' report and declaration and our independence declaration and audit report (the financial report). The annual report may also include "other information" on the entity's operations and financial results and financial position as set out in the financial report, typically in a Chairman's report and Manager's report, and reports covering governance and shareholder matters.

# Independent audit report (continued)

The directors are responsible for the other information. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial report does not cover the other information and accordingly we will not express any form of assurance conclusion thereon.

Our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If we identify that a material inconsistency appears to exist when we read the annual report (or become aware that the other information appears to be materially misstated), we will discuss the matter with the directors and where we believe that a material misstatement of the other information exists, we will request management to correct the other information.

## **Directors' responsibility for the financial report**

The directors of the company are responsible for the preparation of the financial report that it gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or cease operations, or have no realistic alternative but to do so.

## **Auditor's responsibility for the audit of the financial report**

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatement can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: <http://www.auasb.gov.au/home.aspx>. This description forms part of our auditor's report.



**Andrew Frewin Stewart**  
61 Bull Street, Bendigo, 3550  
Dated: 20 September 2019



**Joshua Griffin**  
Lead Auditor

Virginia & Districts Community Bank Branch  
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Phone: (08) 8380 8491  
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Elizabeth Community Bank Branch  
Shop 1, 3 Elizabeth Way, Elizabeth SA 5112  
Phone: (08) 8255 7713  
[www.bendigobank.com.au/elizabeth](http://www.bendigobank.com.au/elizabeth)

Franchisee: Adelaide Plains Financial Services Ltd  
Shop 7, Virginia Shopping Centre,  
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ABN: 50 088 304 581

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