

Clifroy

Limited

Financial Statements
for the half-year ended
31 December 2010

Clifroy Limited
ABN 31 114 604 358
Directors' Report

Your directors submit the financial report of the company for the half-year ended 31 December 2010.

Directors

The names of directors who held office during the half year and until the date of this report are as below:

Adrian Howard Nelson

Michelle Kellie Burns

Jenny Maree Farrar

Jennifer Anne Gawne

John Alexander Gray Price

Greg Randall Tinkler

Yann Burden (*Appointed 17 August 2010*)

Rosemary Marks (*Appointed 16 September 2010*)

Manuel Tsirmiris (*Resigned 16 November 2010*)

Karen Patricia Dynon (*Resigned 27 October 2010*)

Principal Activities

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

Review and Results of Operations

Operations have continued to perform in line with expectations. The net profit of the company for the financial period after the provision of income tax was: \$80,544 [2009: \$41,661].

Matters Subsequent to the End of the Reporting Period

On 22 February 2011 the company's Franchise partner Bendigo & Adelaide Bank Limited announced that commencing 1 April 2011 two income streams (Term Deposits greater than 90 days and Fixed Rate Home Loans) will have their trailing commission cut from 0.5% to 0.375%. This reduction in commission rate is expected to have a material effect on the expected revenue and profits of the company in the 2011/2012 financial year. The Board estimates that the change will reduce income by \$60,000 based on current budgets and it will continue to monitor budgets to ensure maximisation of returns to shareholders and the community. Further confirmation of the financial effect will be available in the 2011 Annual Report.

There are no other matters or circumstances that have arisen since the end of the half year reporting period 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.

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 2.

Signed in accordance with a resolution of the directors at Clifton Hill, Victoria on 4 March 2011.



Adrian Howard Nelson, Chairman

Auditor's Independence Declaration

As lead auditor for the review of Clifroy Limited for the half year ended 31 December 2010 I declare that, to the best of my knowledge and belief, there have been:

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


GRAEME STEWART
ANDREW FREWIN & STEWART
61-65 Bull Street, Bendigo, 3550

Dated this 4th day of March 2011

Clifroy Limited
ABN 31 114 604 358
Statement of Comprehensive Income
for the half-year ended 31 December 2010

	2010	2009
	\$	\$
Revenue from ordinary activities	488,510	401,636
Employee benefits expense	(199,308)	(181,019)
Charitable donations, sponsorship, advertising and promotion	(52,006)	(48,913)
Occupancy and associated costs	(48,656)	(46,922)
Systems costs	(10,552)	(11,105)
Depreciation and amortisation expense	(9,015)	(8,217)
Finance costs	(616)	(668)
General administration expenses	(53,100)	(46,027)
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Profit before income tax expense	115,257	58,765
Income tax expense	(34,713)	(17,104)
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Profit after income tax expense	80,544	41,661
	<hr/>	<hr/>
Total comprehensive income for the year attributable to members	80,544	41,661
	<hr/> <hr/>	<hr/> <hr/>
Earnings per Share	c	c
Basic for profit for the period:	9.29	4.81

The accompanying notes form part of these financial statements.

Clifroy Limited
ABN 31 114 604 358
Balance Sheet
as at 31 December 2010

	31-Dec 2010 \$	30-Jun 2010 \$
ASSETS		
Current Assets		
Cash assets	433,125	370,727
Trade and other receivables	69,946	66,543
Total Current Assets	<u>503,071</u>	<u>437,270</u>
Non-Current Assets		
Property, plant and equipment	232,074	239,688
Intangible assets	844	2,296
Deferred tax asset	31,678	66,392
Total Non-Current Assets	<u>264,596</u>	<u>308,376</u>
Total Assets	<u>767,667</u>	<u>745,646</u>
LIABILITIES		
Current Liabilities		
Trade and other payables	25,767	45,090
Borrowings	4,968	4,968
Provisions	16,677	12,856
Total Current Liabilities	<u>47,412</u>	<u>62,914</u>
Non-Current Liabilities		
Borrowings	10,131	11,939
Provisions	6,645	4,508
Total Non-Current Liabilities	<u>16,776</u>	<u>16,447</u>
Total Liabilities	<u>64,188</u>	<u>79,361</u>
Net Assets	<u>703,479</u>	<u>666,285</u>
Equity		
Issued capital	753,928	797,278
Accumulated losses	(50,449)	(130,993)
Total Equity	<u>703,479</u>	<u>666,285</u>

The accompanying notes form part of these financial statements.

Clifroy Limited
ABN 31 114 604 358
Statement of Changes in Equity
for the half-year ended 31 December 2010

	Issued Capital \$	Accumulated Losses \$	Total Equity \$
Balance at 1 July 2009	797,278	(242,596)	554,682
Total comprehensive income for the period	-	41,661	41,661
	797,278	(200,935)	596,343
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	-	-
Balance at 31 December 2009	797,278	(200,935)	596,343
Balance at 1 July 2010	797,278	(130,993)	666,285
Total comprehensive income for the period	-	80,544	80,544
	797,278	(50,449)	746,829
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	-	-
Return of Capital	(43,350)	-	(43,350)
Balance at 31 December 2010	753,928	(50,449)	703,479

The accompanying notes form part of these financial statements.

Clifroy Limited
ABN 31 114 604 358
Cash Flow Statement
for the half-year ended 31 December 2010

	2010	2009
	\$	\$
Cash Flows From Operating Activities		
Receipts from customers	443,533	400,532
Payments to suppliers and employees	(339,006)	(336,258)
Interest paid	(616)	(668)
Interest received	3,594	1,939
Net cash provided by operating activities	<u>107,505</u>	<u>65,545</u>
Cash Flows From Investing Activities		
Payments for property, plant and equipment	51	(11,172)
Net cash provided by/(used in) investing activities	<u>51</u>	<u>(11,172)</u>
Cash Flows From Financing Activities		
Payments of return of capital	(43,350)	-
Proceeds from borrowings	-	18,636
Repayment of borrowings	(1,808)	-
Net cash provided by/(used in) financing activities	<u>(45,158)</u>	<u>18,636</u>
Net increase in cash held	62,398	73,009
Cash at the beginning of the financial year	370,727	200,984
Cash at the end of the half-year	<u><u>433,125</u></u>	<u><u>273,993</u></u>

The accompanying notes form part of these financial statements.

Clifroy Limited
ABN 31 114 604 358
Notes to the financial statements
for the half-year ended 31 December 2010

Note 1. Basis of Preparation of the Half-Year Financial Statements

The half-year financial statements are a general purpose financial report prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards, *AASB 134: Interim Financial Reporting*, Australian Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board.

The half-year financial report is intended to provide users with an update on the latest annual financial statements and does not include all the notes of the type normally included in an annual financial report. Accordingly the report shall be read in conjunction with the annual financial report for the year ended 30 June 2010 and any public announcements made by the company during the

The same accounting policies and methods of computation have been followed in this interim financial report as were applied in the most recent annual financial statements and the previous corresponding interim period.

The half-year financial report has been prepared on an accruals basis and is based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

Adoption of new and revised Accounting Standards

During the current year the entity has adopted all of the new and revised Australian Accounting Standards and Interpretations applicable to its operations which became mandatory.

The adoption of these standards has impacted the recognition, measurement and disclosure of certain transactions. The following is an explanation of the impact the adoption of these standards and interpretations has had on the financial statements of the company.

AASB 101 Presentation of Financial Statements

In September 2007 the Australian Accounting Standards Board revised AASB 101, and as a result there have been changes to the presentation and disclosure of certain information within the financial statements. Below is an overview of the key changes and the impact on the company's financial statements.

Disclosure impact

Terminology changes – The revised version of AASB 101 contains a number of terminology changes, including the amendment of the names of the primary financial statements.

Reporting changes in equity – The revised AASB 101 requires all changes in equity arising from transactions with owners in their capacity as owners to be presented separately from non-owner changes in equity. Owner changes in equity are to be presented in the statement of changes in equity, with non-owner changes in equity presented in the statement of comprehensive income. The previous version of AASB 101 required that owner changes in equity and other comprehensive income be presented in the statement of changes in equity.

Statement of comprehensive income – The revised AASB 101 requires all income and expenses to be presented in either one statement, the statement of comprehensive income, or two statements, a separate income statement and a statement of comprehensive income. The previous version of AASB 101 required only the presentation of a single income statement.

The company's financial statements contain a single statement of comprehensive income.

Clifroy Limited
ABN 31 114 604 358
Notes to the financial statements
for the half-year ended 31 December 2010

Note 1. Basis of Preparation of the Half-Year Financial Statements (continued)

Adoption of new and revised Accounting Standards (continued)

Other comprehensive income – The revised version of AASB 101 introduces the concept of “other comprehensive income” which comprises of income and expense that are not recognised in profit or loss as required by other Australian Accounting Standards. Items of other comprehensive income are to be disclosed in the statement of comprehensive income. Entities are required to disclose the income tax relating to each component of other comprehensive income. The previous version of AASB 101 did not contain an equivalent concept.

New Accounting Standards for application in future periods

The AASB has issued new and amended accounting standards and interpretations that have mandatory application dates for future reporting periods, as follows:

- *AASB 9: Financial Instruments and AASB 2009-11: Amendments to Australian Accounting Standards arising from AASB 9 [AASB 1, 3, 4, 5, 7, 101, 102, 108, 112, 118, 121, 127, 128, 131, 132, 136, 139, 1023 & 1038 and Interpretations 10 & 12] (applicable for annual reporting periods commencing on or after 1 January 2013)*
- *AASB 2009-12: Amendments to Australian Accounting Standards [AASBs 5, 8, 108, 110, 112, 119, 133, 137, 139, 1023 & 1031 and Interpretations 2, 4, 16, 1039 & 1052] (applicable for annual reporting periods commencing on or after 1 January 2011)*

These standards are applicable retrospectively and amend the classification and measurement of financial assets. The company has determined these amendments will have no impact on the preparation of the financial statements and therefore they have not been applied.

Note 2. Events Subsequent to Reporting Date

On 22 February 2011 the company's Franchise partner Bendigo & Adelaide Bank Limited announced that commencing 1 April 2011 two income streams (Term Deposits greater than 90 days and Fixed Rate Home Loans) will have their trailing commission cut from 0.5% to 0.375%. This reduction in commission rate is expected to have a material effect on the expected revenue and profits of the company in the 2011/2012 financial year. The Board estimates that the change will reduce income by \$60,000 based on current budgets and it will continue to monitor budgets to ensure maximisation of returns to shareholders and the community. Further confirmation of the financial effect will be available in the 2011 Annual Report.

There have been no other events subsequent to reporting date that would materially effect the financial statements at the reporting date.

Note 3. Contingent Assets and Liabilities

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

Note 4. Segment Reporting

The economic entity operates in a single service sector where it facilitates community banking services in pursuant to a franchise agreement with Bendigo and Adelaide Bank Limited.

Note 5. Related Parties

Arrangements with related parties continue to be in place. For details on these arrangements, refer to the 30 June 2010 annual financial report.

Note 6. Contributed Equity	2010	2009
	\$	\$
867,013 Ordinary shares fully paid (2009: 867,013)	867,013	867,013
Less: equity raising costs	(26,384)	(26,384)
Less: return of capital (2008)	(43,351)	(43,351)
Less: return of capital (2010)	(43,350)	-
	753,928	797,278

Clifroy Limited
ABN 31 114 604 358
Directors' Declaration

In the opinion of the directors of Clifroy Limited ("the company"):

- 1 The financial statements and notes thereto are in accordance with the *Corporations Act 2001* including:
 - (a) giving a true and fair view of the financial position of the entity as at 31 December 2010 and of its performance, as represented by the results of its operations and cash flows for the half-year ended on that date;
 - (b) complying with Australian Accounting Standard *AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*; and
- 2 There are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors made pursuant to s.303(5) of the *Corporations Act 2001*.

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



Adrian Howard Nelson, Chairman

Dated this 4th day of March 2011.

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Clifroy Limited

Report on the Half Year Financial Report

We have reviewed the accompanying half year financial report of Clifroy Limited, which comprises the balance sheet as at 31 December 2010, and the statement of comprehensive income, statement of changes in equity and cash flow statement for the half year then ended, selected explanatory notes and the directors' declaration.

Directors' Responsibility for the Financial Report

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

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with the Auditing Standard on Review Engagements ASRE 2410 Review of an Interim Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the company's financial position as at 31 December 2010 and its performance for the half year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of Clifroy Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. It also includes reading the other information included with the financial report to determine whether it contains any material inconsistencies with the financial report. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

While we considered the effectiveness of management's internal controls over financial reporting when determining the nature and extent of our procedures, our review was not designed to provide assurance on internal controls.

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

Independence

In conducting our review we have complied with the independence requirements of the Corporations Act 2001.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Clifroy Limited is not in accordance with the Corporations Act 2001 including:

Giving a true and fair view of the company's financial position at 31 December 2010 and of its performance for the half-year ended on that date; and

Complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.



GRAEME STEWART
ANDREW FREWIN & STEWART
61-65 Bull Street, Bendigo, 3550

Dated this 4th day of March 2011