



Annual Report 2014

Geographe Bay Community
Enterprises Limited

ABN 40 146 993 982

Busselton & Dunsborough **Community Bank®** branches

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Chairman's report

For year ending 30 June 2014

The 2013/14 financial year has been a very challenging period for the Geographe Bay Community Enterprises Limited (GBCEL). During this period we continued to be below budgeted growth across all sectors of our business which has resulted in significant losses. The Board, in conjunction with our partners at Bendigo and Adelaide Bank, have acted decisively to address these circumstances and we have every confidence in the future of our business.

The loss incurred during the period has seen a number of changes both at a staff level and also at a Board level. The staff structure has been reconfigured to have only one Manager across the two sites, but these changes have been supplemented by an additional Business Development Manager who is funded by our partners Bendigo and Adelaide Bank.

This restructure will see our business grow over the next 12 months. The staff continue to support what we're attempting to achieve both at a community and business level and their ongoing efforts during this period are recognised and appreciated.

During the year there were a number of changes in our Board which ultimately resulted in the Board being replaced in mid May 2014 with a four-person Board, two of which are very experienced **Community Bank**[®] company Directors from other sites in the South West in conjunction with two very experienced senior staff members of Bendigo and Adelaide Bank.

These changes have been carefully thought through with the key goal being to make the GBCEL profitable and sustainable over the long term. This will be achieved through four simple focuses at a Board and business level: growing our business, working with our partners, managing our costs and engaging local Directors.

The road ahead will be challenging and the Board acknowledges the ongoing support of our partners at Bendigo and Adelaide Bank who have provided significant financial support to date and have agreed to do this on a conditional basis over the coming two years. There is significant work to be done over this period to provide for the long-term sustainability and profitability of GBCEL. The scale and efforts required here should not be underestimated. Our staff, partners and the new Board have embraced the challenge. We require the shareholders and community to likewise embrace the challenge.

Since the transition in May 2014 we have seen significant upside to our business with \$4.874 million growth since the May changes. This growth combined with our renewed focus moving forward and a strong anticipated growth across this region gives us every confidence moving forward.

The challenge across our business is to realise the potential The **Community Bank**[®] concept has to offer the residents of Dunsborough and Busselton. This will be through the provision of competitive banking services combined with exceptional community outcomes through the provision of shareholder returns and support for community investments moving forward.

I wish to recognise the efforts of all Directors over the last 12 months particularly those who have been with the company since inception. The commitment and drive of these volunteer Directors is highly commendable. The new Directors who have recently joined the Board are also to be commended for their commitment to date and for all of the work anticipated over the coming 12 months.

Chairman's report (continued)

Our partners, Bendigo and Adelaide Bank have invested much in the **Community Bank**[®] model across Australia and probably none more so than in our enterprise, for their commitment to date and their ongoing commitment I thank them.

Whilst GBCEL and our staff, shareholders and community have faced some difficult times together, I look forward to a confident, profitable and sustainable future together. Please join with our Board, staff and Bendigo and Adelaide Bank in realising the potential the **Community Bank**[®] model has to offer Dunsborough and Busselton.

A handwritten signature in black ink, appearing to read 'Glyn Yates', with a stylized flourish at the end.

Glyn Yates
Chairperson

Manager's report

For year ending 30 June 2014

The passing of the 30 June 2014 sees Busselton's second full year of trading and Dunsborough now trading for nearly three years.

This year has seen continued growth in our customer numbers at both sites. We have worked hard to build the profile of the branches within the Busselton and Dunsborough community, taking the opportunity to communicate our unique community proposition when and where ever possible.

The message is slowly being understood by more and more in our community. As relatively new **Community Bank**[®] branches to our Busselton and Dunsborough region, our support of community projects, groups and organisations has been substantial and has made a significant impact to a number of groups in such a short period of time.

One of the privileges of being a **Community Bank**[®] Branch Manager, is that I have the opportunity to meet so many individuals who volunteer their time and their lives to the service of community. They are a source of inspiration, and whilst their efforts go largely unnoticed, their contribution does enrich our local community. Examples of these groups include, Busselton Volunteer Marine Rescue Group, LAMP Inc, Dodgers Netball Club, Geographe Training, Street Chaplin, Dunsborough Primary School, Dunsborough Men's Shed and Dunsborough Bay Fun Run to name a few.

Our ability to support local community groups is only possible because of our wonderful customers who continue to embrace our **Community Bank**[®] branches. Their support and increasing use of all our services is crucial to our success. Many are now advocates having seen first hand how we contribute to support their local community organisations. We appreciate and value their support and will continue in our efforts to exceed their expectations.

Special thanks to my Busselton & Dunsborough **Community Bank**[®] branch teams who have again taken on substantial change in the last 12 months. Their commitment and passion for the business and our community proposition has seen them remain positive in a competitive trading environment.

The next 12 months will be exciting. We now have the support of an experienced Business Development Manager who has already made a positive impact on our results. Our branch teams are well placed to provide exceptional service outcomes for our customers. I know the **Community Bank**[®] model resonates well with many in our community and its potential in a market the size of Busselton and Dunsborough is huge. Again all we ask of our shareholders and our greater community, is that you take the opportunity to see how we can assist you, as the more you do with us, the more our community will prosper.

Thank you.



Tom Schaberau
Branch Manager

Directors' report

For the financial year ended 30 June 2014

Your directors submit the financial statements of the company for the financial year ended 30 June 2014.

Directors

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

Glyn Yates

Chair (Appointed 13 May 2014)

Occupation: Company Director

Qualifications, experience and expertise: Tertiary qualifications in Forestry, Director Collie & Districts CFSL for the last 10 years. Local Government councillor 16 years, Deputy Shire President 4 years, WA representative on **Community Bank**® Strategic Advisory Board. Company Director in 2 successful Forestry and Manufacturing businesses for 21 years.

Special responsibilities: Chair

Interest in shares: Nil

Peter Edmund English

Treasurer (Appointed 13 May 2014)

Occupation: Senior Manager - **Community Bank**® Analytics & Strategic Support

Qualifications, experience and expertise: Diploma: Business/Accounting, State Admin. Manager (NSW): Ansett Freight Express. 30 years experience in Retail Banking in Branch, Area, Regional and Senior Manager roles. 15 years with Bendigo Bank, all with **Community Bank**® Dept. and currently Senior Manager - **Community Bank**® Analytics & Strategic Support. In this role we monitor, analyse and report on the performance of the 300 plus **Community Bank**® branches nationally and provide support directly and indirectly as required.

Special responsibilities: Treasurer and Chair of Budget Committee

Interest in shares: Nil

Michael Bernard Clutterham

Secretary (Appointed 13 May 2014)

Occupation: State Community Enterprise Manager Bendigo and Adelaide Bank

Qualifications, experience and expertise: Mike has worked in the Banking industry for 42 years and with Bendigo for 15 years. During his time with Bendigo and Adelaide Bank Ltd he has held numerous roles including Senior Business Banking Manager, Regional Manager SA/NT and has been in his current role for 7 years. He has extensive experience with the **Community Bank**® network across the South Australian and North Territory network. Mike has been involved in committee roles with swimming clubs, netball and football clubs. He has been instrumental in assisting the Katherine NT Community in leveraging \$2.5M in funding from the Federal Government for 4 Chemotherapy Chairs for the Katherine Hospital.

Special responsibilities: Secretary

Interest in shares: Nil

Andrew James Murray

Director (Appointed 13 May 2014)

Occupation: Vineyard Manager

Qualifications, experience and expertise: 12 years Director Great Southern FSL (6 as Chair until present), 15 years as 2IC and now Manager at Powderbark Ridge Vineyard in Frankland River.

Special responsibilities: Chair Marketing Committee

Interest in shares: Nil

Directors' report (continued)

Directors (continued)

Caroline Marie Marissen

Chairman (Resigned 13 May 2014)

Occupation: Dentist

Holds a Bachelor of Dental Science from Melbourne University, MBA ECU Bunbury, Graduate Diploma Management ECU Churchlands. Worked as a dentist in South West for 12 years. Feverent interest in community having served on executives of school board, parent and friends and sporting groups. Particular interest in education, health and agriculture. Involved in hobby farm with beef cattle, wine and olives. Married with two children who attend local school.

Interest in shares: 21,501

Vaile Maureen Drake

Director (Resigned 13 May 2014)

Occupation: Retired

Retired Occupational Therapist and Lecturer. Dip. Occupational Therapy. M. SC(Health Ed). Management committee Dunsborough & Districts Country Club; Environmental Groups (TIC; D-CALC).

Interest in shares: 21,000

Graham Lewis Moore

Director (Appointed 28 November 2013, Resigned 13 May 2014)

Occupation: Caravan Park Owner, Retired Farmer

Qualifications, experience and expertise: Caravan Park Owner and previously 40 years in farming. Held positions in numerous community organisation and clubs. Chairman Investment Group for 10 years.

Interest in shares: Nil

Kerry Joanne Carroll

Director (Appointed 29 November 2013, Resigned 13 May 2014)

Occupation: Retired

Qualifications, experience and expertise: Audit Committee

Interest in shares: Nil

Neil Richard Martin

Director (Appointed 28 January 2014, Resigned 13 May 2014)

Occupation: Farmer

Qualifications, experience and expertise: Neil holds both Secondary and Tertiary qualifications in real estate. He was involved in real estate for 34 years and is now a beef and sheep farmer. He is currently a councillor with the Shire of Collie.

Interest in shares: Nil

Stuart Rodney Downie

Treasurer (Resigned 13 May 2014)

Occupation: Company Director

Experience & expertise: B.Comm Business Management. Former director of a specialist insurance company and financial markets company as CEO. Actively involved amongst the community.

Interest in shares: 34,251

Cindy Anne Wiese

Director (Resigned 13 May 2014)

Occupation: Owner/Principal - Currant Event Management

Experience & expertise: Dip. Events Management. Cindy provides marketing and business development expertise for large business development expertise for large festivals and events. Cindy also has a professional background in the finance and stock broking industry.

Interest in shares: Nil

Directors' report (continued)

Directors (continued)

Angie Maytham

Director (Appointed 29 November 2013, Resigned 9 December 2013)

Occupation: Accountant

Interest in shares: Nil

Graham John Alp

Director (Resigned 29 October 2013)

Occupation: Manager

Qualifications, experience & expertise: Managing community facilities for local Government & private enterprise for 20 years. Held various positions on sporting groups & service clubs over same period.

Interest in shares: 5,001

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

No directors have material interests in contracts or proposed contracts with the company.

Company Secretary

The company secretary is Michael Bernard Clutterham. Michael was appointed to the position of secretary on 13 May 2014.

Mike has worked in the Banking industry for 42 years and with Bendigo for 15 years. During his time with Bendigo and Adelaide Bank Ltd he has held numerous roles.

Principal Activities

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

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

Operating results

The 2013/2014 result was disappointing. The Board and Senior Bendigo and Adelaide Bank management have discussed, agreed to and implemented a number of initiatives in the latter months of the 2013/2014 financial year. The implementation of these initiatives has resulted in producing a significantly improved business performance by the Company in the initial months of the 2014/2015 financial year. The loss of the company for the financial year after provision for income tax was:

Year ended 30 June 2014 \$	Year ended 30 June 2013 \$
(586,754)	(783,819)

Remuneration report

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

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

Directors' report (continued)

Remuneration report (continued)

Directors' shareholdings

	Balance at start of the year	Changes during the year	Balance at end of the year
Glyn Yates (Appointed 13 May 2014)	-	-	-
Peter Edmund English (Appointed 13 May 2014)*	-	-	-
Michael Bernard Clutterham (Appointed 13 May 2014)*	-	-	-
Andrew James Murray (Appointed 13 May 2014)	-	-	-
Caroline Marie Marissen (Resigned 13 May 2014)	21,501	-	21,501
Vaile Maureen Drake (Resigned 13 May 2014)	21,000	-	21,000
Graham Lewis Moore (Appointed 28 November 2013, Resigned 13 May 2014)	-	-	-
Kerry Joanne Carroll (Appointed 29 November 2013, Resigned 13 May 2014)	-	-	-
Neil Richard Martin (Appointed 28 January 2014, Resigned 13 May 2014)	-	-	-
Stuart Rodney Downie (Resigned 31 March 2014)	34,251	-	34,251
Cindy Anne Wiese (Resigned 10 March 2014)	-	-	-
Angie Maytham (Appointed 29 November 2013, Resigned 9 December 2013)	-	-	-
Graham John Alp (Resigned 10 October 2013)	5,001	-	5,001

* Directors are employed and paid for their work by BEN.

Dividends

No dividends were declared or paid for the previous year and the directors recommend that no dividend be paid for the current year.

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.

Directors' report (continued)

Environmental regulation

The company is not subject to any significant environmental regulation.

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	
	Eligible	Attended
Glyn Yates (Appointed 13 May 2014)	2	2
Peter Edmund English (Appointed 13 May 2014)	2	2
Michael Bernard Clutterham (Appointed 13 May 2014)	2	2
Andrew James Murray (Appointed 13 May 2014)	2	2
Caroline Marie Marissen (Resigned 13 May 2014)	12	12
Vaile Maureen Drake (Resigned 13 May 2014)	13	11
Graham Lewis Moore (Appointed 28 November 2013, Resigned 13 May 2014)	5	4
Kerry Joanne Carroll (Appointed 29 November 2013, Resigned 13 May 2014)	6	5
Neil Richard Martin (Appointed 28 January 2014, Resigned 13 May 2014)	5	4
Stuart Rodney Downie (Resigned 31 March 2014)	10	7
Cindy Anne Wiese (Resigned 10 March 2014)	9	8
Angie Maytham (Appointed 29 November 2013, Resigned 9 December 2013)	-	-
Graham John Alp (Resigned 10 October 2013)	6	6

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 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 board 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 11.

Signed in accordance with a resolution of the board of directors at Bussellton, Western Australia on 14 September 2014.



Glyn Yates,
Chair

Auditor's independence declaration



Lead auditor's independence declaration under section 307C of the *Corporations Act 2001* to the directors of Geographe Bay Community Enterprises Limited

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2014 there have been no contraventions of:

- the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review
- any applicable code of professional conduct in relation to the review.

A handwritten signature in black ink, appearing to read 'David Hutchings'.

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

Dated: 14 September 2014

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

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Financial statements

Statement of Comprehensive Income for the year ended 30 June 2014

	Note	2014 \$	2013 \$
Revenue from ordinary activities	4	280,409	266,242
Employee benefits expense		(403,936)	(480,445)
Charitable donations, sponsorship, advertising and promotion		(29,201)	(10,947)
Occupancy and associated costs		(109,913)	(129,619)
Systems costs		(70,944)	(70,807)
Depreciation and amortisation expense	5	(86,117)	(96,757)
Finance costs	5	(3,444)	(1,595)
General administration expenses		(163,608)	(151,629)
Loss before income tax credit		(586,754)	(675,557)
Income tax credit	6	-	(108,262)
Loss after income tax credit		(586,754)	(783,819)
Total comprehensive income for the year		(586,754)	(783,819)
Earnings per share for loss attributable to the ordinary shareholders of the company:		¢	¢
Basic earnings per share	20	(36.96)	(49.37)

The accompanying notes form part of these financial statements.

Financial statements (continued)

Balance Sheet as at 30 June 2014

	Note	2014 \$	2013 \$
ASSETS			
Current Assets			
Cash and cash equivalents	7	-	69,769
Trade and other receivables	8	14,930	28,859
Total Current Assets		14,930	98,628
Non-Current Assets			
Property, plant and equipment	9	284,546	351,400
Intangible assets	10	82,910	118,886
Total Non-Current Assets		367,456	470,286
Total Assets		382,386	568,914
LIABILITIES			
Current Liabilities			
Trade and other payables	11	16,892	25,827
Borrowings	12	420,441	5,386
Provisions	13	13,946	15,381
Total Current Liabilities		451,279	46,594
Non-Current Liabilities			
Borrowings	12	11,572	17,126
Provisions	13	7,982	6,887
Total Non-Current Liabilities		19,554	24,013
Total Liabilities		470,833	70,607
Net Assets/(Liabilities)		(88,447)	498,307
Equity			
Issued capital	14	1,542,942	1,542,942
Accumulated losses	15	(1,631,389)	(1,044,635)
Total Equity		(88,447)	498,307

The accompanying notes form part of these financial statements.

Financial statements (continued)

Statement of Changes in Equity for the year ended 30 June 2014

	Issued capital \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2012	1,542,942	(260,816)	1,282,126
Total comprehensive income for the year	-	(783,819)	(783,819)
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	-	-
Balance at 30 June 2013	1,542,942	(1,044,635)	498,307
Balance at 1 July 2013	1,542,942	(1,044,635)	498,307
Total comprehensive income for the year	-	(586,754)	(586,754)
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	-	-
Balance at 30 June 2014	1,542,942	(1,631,389)	(88,447)

The accompanying notes form part of these financial statements.

Financial statements (continued)

Statement of Cash Flows for the year ended 30 June 2014

	Note	2014 \$	2013 \$
Cash flows from operating activities			
Receipts from customers		317,854	280,563
Payments to suppliers and employees		(804,604)	(830,383)
Interest received		15	20,905
Interest paid		(3,444)	(1,595)
Net cash used in operating activities	16	(490,179)	(530,510)
Cash flows from investing activities			
Proceeds from sale of property, plant and equipment		10,909	-
Net cash provided by investing activities		10,909	-
Cash flows from financing activities			
Repayment of borrowings		(5,304)	(4,992)
Net cash used in financing activities		(5,304)	(4,992)
Net decrease in cash held		(484,574)	(535,502)
Cash and cash equivalents at the beginning of the financial year		69,769	605,271
Cash and cash equivalents at the end of the financial year	7(a)	(414,805)	69,769

The accompanying notes form part of these financial statements.

Notes to the financial statements

For year ended 30 June 2014

Note 1. Summary of significant accounting policies

a) Basis of preparation

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

Compliance with IFRS

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

Critical accounting estimates

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

Historical cost convention

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

Comparative figures

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

Adoption of new and amended accounting standards

The company adopted the following standards and amendments, mandatory for the first time for the annual reporting period commencing 1 July 2013:

- AASB 2011-4 Amendments to Australian Accounting Standards to Remove Individual Key Management Personnel Disclosure Requirements.
- AASB 10 Consolidated Financial Statements, AASB 11 Joint Arrangements, AASB 12 Disclosure of Interests in Other Entities, AASB 128 Investments in Associates and Joint Ventures, AASB 127 Separate Financial Statements and AASB 2011-7 Amendments to Australian Accounting Standards arising from the Consolidation and Joint Arrangements Standards.
- AASB 2012-9 Amendment to AASB 1048 arising from the Withdrawal of Australian Interpretation 1039.
- AASB 2012-10 Amendments to Australian Accounting Standards – Transition Guidance and other Amendments which provides an exemption from the requirement to disclose the impact of the change in accounting policy on the current period.
- AASB 13 Fair Value Measurement and AASB 2011-8 Amendments to Australian Accounting Standards arising from AASB 13.

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

a) Basis of preparation (continued)

Adoption of new and amended accounting standards (continued)

- AASB 119 Employee Benefits (September 2011) and AASB 2011-10 Amendments to Australian Accounting Standards arising from AASB 119 (September 2011).
- AASB 2012-5 Amendments to Australian Accounting Standards arising from Annual Improvements 2009-2011 Cycle.
- AASB 2012-2 Amendments to Australian Accounting Standards – Disclosures – Offsetting Financial Assets and Financial Liabilities.

AASB 2011-4 removes the individual key management personnel disclosure requirements in AASB 124 Related Party Disclosures. As a result the company now only discloses the key management personnel compensation in total and for each of the categories required in AASB 124. Detailed key management personnel compensation is outlined in the remuneration report, included as part of the directors' report.

The adoption of revised standard AASB 119 has resulted in a change to the accounting for the company's annual leave obligations. As the entity does not expect all annual leave to be taken within 12 months of the respective service being provided, annual leave obligations are now classified as long-term employee benefits in their entirety. This changes the measurement of these obligations, as the entire obligation is now measured on a discounted basis and no longer split into a short-term and a long-term portion. However, the impact of this change is considered immaterial on the financial statements overall as the majority of the annual leave is still expected to be taken within 12 months after the end of the reporting period.

None of the remaining new standards and amendments to standards that are mandatory for the first time for the financial year beginning 1 July 2013 affected any of the amounts recognised in the current period or any prior period and are not likely to affect future periods.

The company has not elected to apply any pronouncements before their mandatory operative date in the annual reporting period beginning 1 July 2013.

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 Dunsborough and Bussellton, Western 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.

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 in relation to:

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

a) Basis of preparation (continued)

Economic dependency - Bendigo and Adelaide Bank Limited (continued)

- advice and assistance in relation to the 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.

Going concern

The net liabilities of the company as at 30 June 2014 were \$88,448 and the loss made for the year was \$586,754, bringing accumulated losses to \$1,631,389.

In addition:	\$
Total assets were	382,386
Total liabilities were	470,833
Operating cash flows were	(490,179)

There was a 13.15% decrease in the loss recorded for the financial year ended 30 June 2014 when compared to the prior year.

The company meets its day to day working capital requirements through an overdraft facility. The overdraft has an approved limit of \$450,000 and was drawn to \$414,805 as at 30 June 2014.

The company's business activities, together with the factors likely to affect its future development, performance and position are set out in the directors' report on pages 5 to 10. The financial position of the company, its cash flows, liquidity position and borrowing facilities are described in the financial statements.

The current economic environment is difficult and while revenue continues to increase the company has again reported an operating loss for the year. The directors consider that the outlook presents significant challenges in terms of banking business volume and pricing as well as for operating costs. Whilst the directors have instituted measures to preserve cash and secure additional finance, these circumstances create material uncertainties over future trading results and cash flows.

The company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the company will be required to seek an increase in its overdraft facility.

The company has held discussions with Bendigo and Adelaide Bank Limited about its future borrowing needs. It is likely that these discussions will not be completed for some time but no matters have been drawn to its attention to suggest that renewal may not be forthcoming on acceptable terms. The company has also obtained an undertaking of support from Bendigo and Adelaide Bank Limited that it will continue to support the company and its operations for the 2014/15 financial year. This support is provided on the basis that the company continues to fulfil its obligations under the franchise agreement and continues to work closely with Bendigo and Adelaide Bank Limited to further develop its business.

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

a) Basis of preparation (continued)

Going concern (continued)

The directors have concluded that the combination of the circumstances above represents a material uncertainty that casts significant doubt upon the company's ability to continue as a going concern and that, therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business.

Nevertheless, after making enquiries and considering the uncertainties described above, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. For these reasons, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

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

b) Revenue

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

Revenue calculation

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

The second source of revenue is commission paid by Bendigo and Adelaide Bank Limited on the other products and services provided through the company (i.e. 'commission business'). The commission is currently payable on various specified products and services, including insurance, financial planning, common fund, Sandhurst Select, superannuation, commercial loan referrals, products referred by Rural Bank, leasing referrals, fixed loans and certain term deposits (>90 days). The amount of commission payable can be varied in accordance with the Franchise Agreement (which, in some cases, permits commissions to be varied at the discretion of Bendigo and Adelaide Bank Limited). This discretion has been exercised on several occasions previously. For example in February 2011 and February 2013 Bendigo and Adelaide Bank Limited reduced commissions on two core banking products to ensure a more even distribution of income between Bendigo and Adelaide Bank Limited and its **Community Bank®** partners. The revenue share model is subject to regular review to ensure that the interests of Bendigo and Adelaide Bank Limited and **Community Bank®** companies remain balanced.

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

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

c) Income tax

Current tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

Deferred tax

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

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

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

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

Current and deferred tax for the period

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

d) Employee entitlements

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

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

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

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	40 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.

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

k) Financial instruments

Recognition and initial measurement

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

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

Derecognition

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

Classification and subsequent measurement

(i) Loans and receivables

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

(ii) Held-to-maturity investments

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

(iii) Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are either not suitable to be classified into other categories of financial assets due to their nature, or they are designated as such by management. They comprise investments in the equity of other entities where there is neither a fixed maturity nor fixed or determinable payments.

They are subsequently measured at fair value with changes in such fair value (i.e. gains or losses) recognised in the Statement of Comprehensive Income. Available-for-sale financial assets are included in non-current assets except where they are expected to be sold within 12 months after the end of the reporting period. All other financial assets are classified as current assets.

(iv) Financial liabilities

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

Impairment

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

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

l) Leases

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

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

m) Provisions

Provisions are recognised when the economic entity has a legal, equitable or constructive obligation to make a future sacrifice of economic benefits to other entities as a result of past transactions 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) Contributed equity

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

o) Earnings per share

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

p) Goods and Services Tax

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

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

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

Notes to the financial statements (continued)

Note 2. Financial risk management

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

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

(i) Market risk

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

(ii) Price risk

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

(iii) Credit risk

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

(iv) Liquidity risk

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

(v) Cash flow and fair value interest rate risk

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

(vi) Capital management

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

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

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 2014 can be seen in the statement of comprehensive income.

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

Notes to the financial statements (continued)

Note 3. Critical accounting estimates and judgements

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

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

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

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

Taxation

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

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

These judgements and assumptions are subject to risk and uncertainty. 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 comprehensive income.

Estimation of useful lives of assets

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

Impairment of assets

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

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.

Notes to the financial statements (continued)

Note 3. Critical accounting estimates and judgements (continued)

Impairment of assets (continued)

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately, unless the relevant asset is carried at fair value, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised in profit or loss immediately, unless the relevant asset is carried at fair value, in which case the reversal of the impairment loss is treated as a revaluation increase.

	2014 \$	2013 \$
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Note 4. Revenue from ordinary activities

Operating activities:

- services commissions	280,394	257,371
Total revenue from operating activities	280,394	257,371

Non-operating activities:

- interest received	15	8,871
Total revenue from non-operating activities	15	8,871
Total revenues from ordinary activities	280,409	266,242

Note 5. Expenses

Depreciation of non-current assets:

- plant and equipment	9,271	13,634
- leasehold improvements	40,870	47,147

Amortisation of non-current assets:

- franchise agreement	2,000	2,000
- franchise renewal fee	20,000	20,000
- sub branch franchise agreement	1,747	1,747
- sub branch establishment fee	12,229	12,229
	86,117	96,757

Finance costs:

- interest paid	3,444	1,595
Bad debts	187	1,004
Loss on disposal of asset	5,804	-

Notes to the financial statements (continued)

	Note	2014 \$	2013 \$
Note 6. Income tax credit			
The components of tax expense comprise:			
- Future income tax benefit attributable to losses		(167,587)	(187,229)
- Movement in deferred tax		(327)	(7,061)
- Tax losses not brought to account		167,913	194,291
- Tax losses previously brought to account, now written down		-	(108,263)
		-	(108,262)
The prima facie tax on loss from ordinary activities before income tax is reconciled to the income tax expense as follows:			
Operating loss		(586,754)	(675,557)
Prima facie tax on loss from ordinary activities at 30%		(176,026)	(202,667)
Add tax effect of:			
- non-deductible expenses		10,793	10,793
- timing difference expenses		327	7,062
- other deductible expenses		(2,680)	(2,417)
		(167,586)	(187,229)
Movement in deferred tax		(327)	(7,061)
Tax losses not brought to account		167,913	194,291
Write off of benefit previously brought to account		-	(108,263)
		-	(108,262)
Income tax losses			
Future income tax benefits arising from tax losses are not recognised at reporting date as a realisation of the benefit is not regarded as virtually certain. Future income tax benefit carried forward is:			
		166,379	313,344

Note 7. Cash and cash equivalents

Cash at bank and on hand	-	69,769
	-	69,769

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	-	69,769
Bank overdraft	12	414,805
	414,805	69,769

Notes to the financial statements (continued)

	2014 \$	2013 \$
Note 8. Trade and other receivables		
Trade receivables	1,261	9,762
Prepayments	13,669	19,097
	14,930	28,859

Note 9. Property, plant and equipment

Plant and equipment

At cost	10,469	10,469
Less accumulated depreciation	(10,407)	(6,992)
	62	3,477

Leasehold improvements

At cost	376,682	376,682
Less accumulated depreciation	(110,559)	(69,689)
	266,123	306,993

Motor Vehicle

At cost	28,697	55,580
Less accumulated depreciation	(10,336)	(14,650)
	18,361	40,930

Total written down amount	284,546	351,400
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Movements in carrying amounts:

Plant and equipment

Carrying amount at beginning	3,477	7,665
Additions	-	-
Disposals	-	-
Less: depreciation expense	(3,415)	(4,188)
Carrying amount at end	62	3,477

Leasehold improvements

Carrying amount at beginning	306,993	354,140
Additions	-	-
Disposals	-	-
Less: depreciation expense	(40,870)	(47,147)
Carrying amount at end	266,123	306,993

Notes to the financial statements (continued)

	2014 \$	2013 \$
Note 9. Property, plant and equipment (continued)		
Motor Vehicle		
Carrying amount at beginning	40,930	50,376
Additions	-	-
Disposals	(10,909)	-
Less: depreciation expense	(11,660)	(9,446)
Carrying amount at end	18,361	40,930
Total written down amount	284,546	351,400

Note 10. Intangible assets

Franchise fee		
At cost (Dunsborough)	10,000	10,000
Less: accumulated amortisation	(5,391)	(3,391)
At cost (Bussellton)	8,735	8,735
Less: accumulated amortisation	(4,709)	(2,962)
	8,635	12,382
Establishment fee		
At cost (Dunsborough)	100,000	100,000
Less: accumulated amortisation	(53,908)	(33,908)
At cost (Bussellton)	61,145	61,145
Less: accumulated amortisation	(32,962)	(20,733)
	74,275	106,504
Total written down amount	82,910	118,886

Note 11. Trade and other payables

Trade creditors	11,365	11,410
Other creditors and accruals	5,527	14,417
	16,892	25,827

Notes to the financial statements (continued)

	2014 \$	2013 \$
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Note 12. Borrowings

Current:

Bank overdrafts	414,805	-
Bank loans	5,636	5,386
	420,441	5,386

The company has an approved overdraft facility of \$450,000. The Interest Rate is currently 4.705%. The bank overdraft has a rolling renewal date and is secured by a floating charge over the Company's assets.

Non-Current:

Bank loans	11,572	17,126
	11,572	17,126

Bank loan is repayable monthly with the final instalment due on 7 May 2017. Interest is recognised at a rate of 6.08%. The loan is secured by a fixed and floating charge over the company's assets.

Note 13. Provisions

Current:

Provision for annual leave	13,946	15,381
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Non-Current:

Provision for long service leave	7,982	6,887
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Note 14. Contributed equity

1,587,609 ordinary shares fully paid (2013: 1,587,609)	1,587,609	1,587,609
Less: equity raising expenses	(44,667)	(44,667)
	1,542,942	1,542,942

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.

Notes to the financial statements (continued)

Note 14. Contributed equity (continued)

Rights attached to shares (continued)

(a) Voting rights (continued)

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**[®] branches have the same ability to influence the operation of the company.

(b) Dividends

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

(c) Transfer

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

Subject to the foregoing, shareholders may transfer shares by a proper transfer effected in accordance with the company's constitution and the Corporations Act 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 303. As at the date of this report, the company had 334 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)

	2014 \$	2013 \$
Note 15. Accumulated losses		
Balance at the beginning of the financial year	(1,044,635)	(260,816)
Loss from ordinary activities after income tax	(586,754)	(783,819)
Dividends paid or provided for	-	-
Balance at the end of the financial year	(1,631,389)	(1,044,635)

Note 16. Statement of cash flows

Reconciliation of loss from ordinary activities after tax to net cash used in operating activities

Loss from ordinary activities after income tax	(586,754)	(783,819)
Non cash items:		
- depreciation	50,141	60,781
- amortisation	35,976	35,976
- loss on disposal of non-current asset	5,804	-
Changes in assets and liabilities:		
- decrease in receivables	13,929	27,249
- decrease in other assets	-	108,263
- increase/(decrease) in payables	(8,935)	8,048
- increase/(decrease) in provisions	(340)	12,992
Net cash flows used in operating activities	(490,179)	(530,510)

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	84,353	84,353
- between 12 months and 5 years	109,596	222,755
- greater than 5 years	-	-
	193,949	307,108

The rental lease agreement on the Busselton branch premises is a non-cancellable lease with a five year term, with rent payable monthly in advance. The current lease expires on 20 October 2016.

The rental lease agreement on the Dunsborough branch premises is a non-cancellable lease with a five year term, with rent payable monthly in advance. The current lease expires on 9 October 2016.

Notes to the financial statements (continued)

	2014	2013
	\$	\$

Note 18. Auditor's remuneration

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

- audit and review services	5,910	3,600
- share registry services	5,021	1,550
- non audit services	1,500	1,414
	12,431	6,564

Note 19. Director and related party disclosures

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

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

Note 20. Loss per share

		2014	2013
		\$	\$
(a)	Loss attributable to the ordinary equity holders of the company used in calculating earnings per share	(586,754)	(783,819)
		Number	Number
(b)	Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	1,587,609	1,587,609

Note 21. 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 22. 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 23. Segment reporting

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

Notes to the financial statements (continued)

Note 24. Registered office/Principal place of business

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

Registered Office	Principal Place of Business
Shop 27C 55 Dunn Bay Road Dunsborough WA 6281	Shop 27C 55 Dunn Bay Road Dunsborough WA 6281

Note 25. 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					
	2014 \$	2013 \$	2014 \$	2013 \$	2014 \$	2013 \$	2014 \$	2013 \$	2014 \$	2013 \$	2014 %	2013 %
Financial assets												
Cash and cash equivalents	-	69,769	-	-	-	-	-	-	-	-	-	2.85
Receivables	-	-	-	-	-	-	-	-	5,712	15,642	N/A	N/A
Financial liabilities												
Interest bearing liabilities	414,805	-	5,636	5,386	11,572	18,748	-	-	-	-	1.47	6.43
Payables	-	-	-	-	-	-	-	-	16,892	25,828	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.

Notes to the financial statements (continued)

Note 25. Financial instruments (continued)

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 2014, the effect on profit and equity as a result of changes in interest rate, with all other variables remaining constant would be as follows:

	2014 \$	2013 \$
Change in profit/(loss)		
Increase in interest rate by 1%	(4,148)	698
Decrease in interest rate by 1%	(4,148)	698
Change in equity		
Increase in interest rate by 1%	(4,148)	698
Decrease in interest rate by 1%	(4,148)	698

Directors' declaration

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 2014 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.



Glyn Yates,
Chair

Signed on the 14th of September 2014.

Independent audit report



Independent auditor's report to the members of Geographe Bay Community Enterprises Limited

Report on the financial report

I have audited the accompanying financial report of Geographe Bay Community Enterprises Limited, which comprises the balance sheet as at 30 June 2014, statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, a summary of significant accounting policies and other explanatory notes and the directors' declaration.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation and presentation of the financial report in accordance with Australian Accounting Standards and the *Corporations Act 2001*. This responsibility includes establishing and maintaining internal controls relevant to the preparation and presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making fair accounting estimates that are reasonable in the circumstances. In note 1, the directors also state in accordance with the Accounting Standard AASB 101 Presentation of Financial Statements that the financial statements comply with International Financial Reporting Standards.

Auditor's responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on my judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, I consider internal controls relevant to the entity's preparation and presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

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

I believe that the audit evidence obtained is sufficient and appropriate to provide a basis for my audit opinion.

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

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Independent audit report (continued)

Independence

In conducting the audit I have complied with the independence requirements of the *Corporations Act 2001*. I have given to the directors of the company a written auditor's independence declaration, a copy of which is included in the directors' report.

Auditor's opinion on the financial report

In my opinion:

1. The financial report of Geographe Bay Community Enterprises Limited is in accordance with the *Corporations Act 2001* including giving a true and fair view of the company's financial position as at 30 June 2014 and of its financial performance and its cash flows for the year then ended and complying with Australian Accounting Standards and the Corporations Regulations 2001.
2. The financial report also complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Emphasis of matter

Without modifying my opinion, I draw attention to Note 1 in the financial report, which indicates that the company incurred a net loss of \$586,754 during the year ended 30 June 2014, and as of that date, the company's liabilities exceeded its total assets by to \$88,448. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty that may cast significant doubt over the company's ability to continue as a going concern and therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business.

Report on the remuneration report

I have audited the remuneration report included in the directors' report for the year ended 30 June 2014. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. My responsibility is to express an opinion on the remuneration report, based on the audit conducted in accordance with Australian Auditing Standards.

Auditor's opinion on the remuneration report

In my opinion, the remuneration report of Geographe Bay Community Enterprises Limited for the year ended 30 June 2014, complies with section 300A of the *Corporations Act 2001*.



David Hutchings
Andrew Frewin Stewart
61 Bull Street Bendigo Vic 3550

Dated: 14 September 2014

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