

Homebush Financial Services Limited

ABN 55 097 923 807

Annual Report 2012



Homebush **Community Bank**[®] Branch

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Chairman's report

For year ending 30 June 2012



It is my pleasure to report on the progress of Homebush Financial Services Limited (the company) during the year ended 30 June 2012.

Highlights

The 2011/12 financial year was an extraordinary year for the company following which your Directors now look to the future with renewed confidence.

Importantly, the operations and prospects of our Homebush **Community Bank**[®] Branch have been transformed during the past 12 months whereby the company announced its first annual profit and the company's shareholders approved the issue of shares which resulted in a 49% shareholding by Bendigo and Adelaide Bank.

The company also appointed a new Branch Manager, several new Directors and a new Chairman in the lead up to Christmas 2011.

The injection of \$781,433 in new share capital in January 2012 instantly eliminated the company's debt and transformed our Balance Sheet, and significantly improved the business outlook for the company.

It was particularly pleasing that the company chose to immediately increase Homebush **Community Bank**[®] Branch's financial contributions to numerous local community groups in the form of Staff Grants and sponsorship support.

The company also conducted a number of events to celebrate the 10th Anniversary of our Homebush **Community Bank**[®] Branch operations, including a 10th birthday party held at the branch and a well-supported shareholder function featuring Bendigo and Adelaide Bank's Customer and Community Executive, Russell Jenkins, as Guest Speaker.

The company also completed the second Franchise Renewal process with Bendigo and Adelaide Bank whereby the term of our Franchise Agreement has been extended for a further five years.



Chairman's report (continued)

Finally, the company finished the year ended 30 June 2012 with more than \$80 million of banking business on the books and achieved an increased profit.

Table 1 summarises our achievements during the past 12 months.

Description	2012	2011	Incr/Decr	Description	2012	2011	Incr/Decr
	\$000	\$000	%		NO.	NO.	
Revenue	646	624	4%	Number of customers	2,156	2,197	-2%
Net profit before tax	52	3	1633%	Number of accounts	3,082	3,044	1%
Net profit after tax	46	325	-86%		\$000	\$000	
	\$Million	\$Million	%	Cash on hand	49.6	-682.3	n/a
Total portfolio	80.6	78.6	3%		\$000	\$000	
Total loans	18.3	17.8	3%	Community contributions: Sponsorship, donations	20.2	19.1	6%
Total deposits	61.0	56.1	9%				
Other	1.3	4.7	-72%				

Operating results

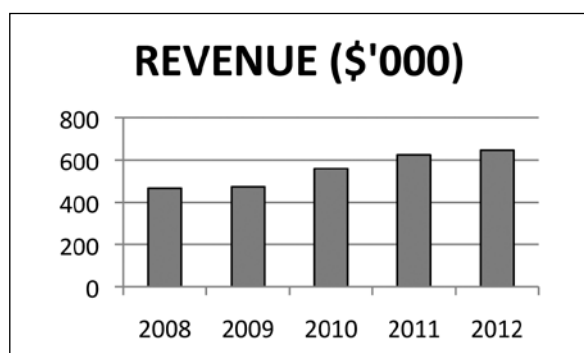
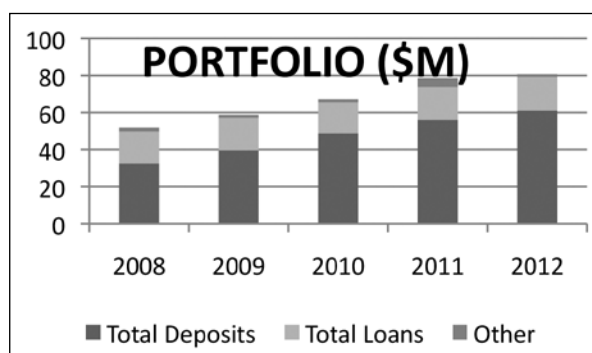
As indicated above, our Homebush **Community Bank**[®] Branch finished the 2011/12 financial year with a portfolio of \$80.6 million and with 2,156 customers and 3,082 customer accounts on our books.

As a consequence of this year's modest net portfolio growth of only \$2 million compared with last year's increase of \$11.6 million, the company's revenue from ordinary activities increased by only \$22,000 (4%) to \$646,000 during this period.

Our Homebush **Community Bank**[®] Branch is now a mature business in its eleventh year of operations. Accordingly, the run-off of our existing Homebush portfolio is steadily increasing and more staff time is required to be directed towards maintaining the business of existing customers.

Furthermore, an intense competition for customer deposits is a feature of the current market conditions in which our Homebush **Community Bank**[®] Branch is operating.

Nevertheless, the net growth in our total portfolio, and customer accounts achieved by our Homebush **Community Bank**[®] Branch during this period was somewhat disappointing.



Chairman's report (continued)

The company achieved a pre-tax profit of \$51,972 during this period which represents an increase of \$48,680 over 2011.

This pleasing result was achieved after making community contributions in the order of \$20,000 during this period.

After provision for income tax, the net profit attributable to members was \$46,486.

Furthermore, our balance sheet was transformed whereby our year-end cash position of \$49,612 represented an improvement of \$732,000 over last year's \$682,000 overdraft.

This improvement arose from the receipt of \$780,433 from Bendigo and Adelaide Bank on 5 January 2012 for the 630,188 ordinary shares issued to Bendigo and Adelaide Bank on that date.



No Dividend

In recognition of the current cash position and the balance of our second Renewal Franchise fees being payable to Bendigo and Adelaide Bank by 29 April 2013, the Directors have resolved to not pay a dividend in respect of the year ended 30 June 2012.

Investing in our community

Bendigo and Adelaide Bank recently announced that thanks to the support of **Community Bank**[®] customers and shareholders, the Australia-wide network of **Community Bank**[®] companies such as Homebush Financial Services Limited has now returned more than \$80 million to support and strengthen local communities.

Behind these statistics there are thousands of stories of how **Community Bank**[®] companies such as Homebush Financial Services Limited are making a real difference to the lives of Australians by helping to improve the economic and social prospects of their local communities.

In turn, the local residents of these communities actively support their local **Community Bank**[®] branches with their banking business.

Whilst the past contributions of our Homebush **Community Bank**[®] Branch have been modest, the Board intends to significantly increase our contributions during the next five years now that our historical balance sheet constraints have been removed.

Staff Grants

Staff Grants is a new initiative undertaken by our Homebush **Community Bank**[®] Branch whereby our Branch Manager and staff members each nominate a local community group to receive a small grant to be invested in a community project.

Our inaugural Staff Grants event was conducted in our branch premises during January 2012 when cheques to the value of \$500 were presented to representatives from Strathfield SES, Strathfield Meals on Wheels, Westmead Children's Hospital and the Feza Foundation.

Chairman's report (continued)

The wonderful and compelling stories told by our grants recipients and the substantial and supportive publicity provided by our local media convinced the Board to make Staff Grants an integral part of our future community contributions.

A follow-up Staff Grants event was duly conducted in June when grants were presented to Chalmers Road Special School, Homebush Public School, Strathfield Men's Shed and the Columbia Aged Care Facility.

We now plan to conduct two Staff Grants events per year.

Sponsorships and donations

The company also provided in the order of \$17,000 in the form of sponsorship support and donations to local youth, sporting and other community groups.

The list of recipients during 2011/12 included Strathfield Cricket Club, Strathfield Raiders JRLFC, Kenpo 4 Kids, Gladesville United Soccer, the Trish MS Research Foundation, Strathfield Rotary, Homebush West Public School, Homebush Boys High School, Tamil Study Centre and Drieberg College as well as the Strathfield and Canada Bay Councils.



Outlook and aspirations

Current trading conditions in the Australian financial services market are highlighted by the existence of strong competition for customer deposits from the big four banks and on-line accounts in conjunction with low growth in banks' lending for housing.

Nevertheless, the Directors have budgeted for strong portfolio growth to be achieved by our Homebush **Community Bank**[®] Branch during 2012/13.

Indeed, the Directors are confident that our business will benefit from Emmanuel Vatalis' proven leadership capabilities as Branch Manager and the significantly higher profile and visibility we have achieved within the local community since the beginning of 2012.

In the normal course of events, such portfolio growth would flow directly into revenue growth and increased profitability.

However, since April 2012, the company has been receiving lower commission rates from Bendigo and Adelaide Bank in respect of two important income streams. These reduced commission rates arise from the continuing pressure on margins across the Australian financial services industry which impacts on the company due to our 50/50 profit-sharing arrangements with Bendigo and Adelaide Bank.

Furthermore, whilst we are protected from further reductions in these commission rates until 31 March 2013, another review will be conducted by Bendigo and Adelaide Bank at that time.

Chairman's report (continued)

These lower commission rates have already resulted in the company receiving reduced commission income since April 2012. The full 12 months effect will be in the order of \$50,000 during the 2012/13 financial year.

On a positive note, since January 2012 the company has benefited from the elimination of interest expenses previously incurred to service our overdraft.

The Branch Manager and Directors are addressing these challenges by focussing our efforts on growing our Portfolio in those Bendigo products and services which will deliver higher margins to our business.

Overall, the Directors expect the company will achieve a lower profit during fiscal 2012/13 notwithstanding the above-mentioned Portfolio growth.

Acknowledging our staff

As previously mentioned, we welcomed Emmanuel Vatalis as Branch Manager in December 2011. Emmanuel is passionate about supporting the local community and has more than 30 years of retail banking experience and a proven track record in managing successful bank branches.

Emmanuel and his team have continued to deliver excellent customer service by providing local residents, traders and businesses with professional and friendly face-to-face banking and other financial services which are highly valued and appreciated by our community.

I sincerely thank and congratulate Emmanuel and all members of his close-knit team for their passion and commitment to servicing the needs of our customers, and for the new milestones that they have personally and collectively achieved during the past year.

Directors' contribution

As stated above, there have been substantial changes in the composition of the company's Board during the past 12 months.

At the Annual General Meeting held on 28 November 2011 Marlene Doran indicated that although she would be continuing as a Director of the company, she would be stepping down from her role as Chairman whilst Graham Doran, who had served as Treasurer for more than 10 years resigned from the Board with effect from that date.

Leanne Doran and Rajaratnam (Ganesh) Ganesharatnam were appointed as Directors at this meeting.

Since the Annual General Meeting we have welcomed David Langdon (December 2011), Chris Bone (April 2012), Peter Cipolla (June 2012) and Chris Naylor (June 2012) as new Directors.

As part of a new Board Succession Planning initiative we have also appointed David Kinnane, a qualified lawyer and an expert in compliance and risk management matters, as a Board Observer (July 2012). Peter Cipolla recently transitioned to the Board via this pathway.

On the other hand we farewelled retiring Directors Graham Doran (November 2011), William Hilliard (February 2012), Karthigesu (Siva) Sivapragasam and Peter English (June 2012).

Graham Doran was a founding member of the Homebush Steering Committee and a founding Director of the company. Both individually and in combination with Marlene Doran, Graham's contribution to the establishment and subsequent success of the company over almost 12 years has been profound. Likewise, Siva Sivapragasam was a Steering Committee Member and 10 year founding Director of the company.

Peter English, as a representative of Bendigo and Adelaide Bank and local Director Bill Hilliard also made significant contributions to the company during their terms as a Director.

As in recent years, the Directors have met on a monthly basis, to plan and monitor the operations of our business.

The Board has established five Committees, namely Governance, Finance, HR and Operations, Community Engagement and Marketing / Business Development respectively. These Committees comprise elected Directors and

Chairman's report (continued)

Observers who meet on a regular or as required basis and present reports / recommendations to the monthly Board meetings as required.

The Board conducted a full-day Strategy Meeting during February 2012 which focussed on maximising the growth opportunities for our business. The meeting also assisted in the establishment of our budgets, plans and strategic imperatives and priorities for the 2012/13 financial year.

The Directors also participated in a formal half-day Due Diligence workshop during March in conjunction with the second Franchise Renewal review and approval processes. This workshop was facilitated by a legal professional with expert knowledge of Bendigo and Adelaide Bank's **Community Bank**[®] Franchise Agreement.

The Board also prepared and published a Five-Year Business Plan for the period 2012-2017 in which the Directors committed to re-igniting strong Portfolio growth with a focus on Lending whereby higher profit margins will be achieved and additional accounts will follow as customer relationships deepen.

I sincerely thank each of our past and continuing directors for the time, expertise and energy that they have contributed, both individually and collectively.

Indeed, a strong foundation has been laid for the company's continuing success during 2012/13 and beyond.

Bendigo and Adelaide Bank

Following the substantial equity investment by Bendigo and Adelaide Bank in the company, our relationship with Bendigo is now stronger than ever.

It is also noteworthy that Bendigo and Adelaide Bank has joined Australia's A-rated banks following an upgrade announced by Standard and Poor's (S&P) in December 2011. S&P's decision means that Bendigo Bank is now rated "A" by all three of the world's leading credit rating agencies.

Furthermore, Bendigo and Adelaide Bank is one of only a few banks in the world to have received a rating upgrade since the advent of the Global Financial Crisis.

Pleasingly, Bendigo and Adelaide Bank's unique and proprietary **Community Bank**[®] model which has been operating since June 1998 continues to be an integral part of Bendigo and Adelaide Bank's business model.

Bendigo and Adelaide Bank also remains committed to working with the Board to help the company to grow our Homebush **Community Bank**[®] Branch business via new business banking, financial planning and lending initiatives within our Homebush community.

I thank the NSW/ACT Manager Phil Jones, our Regional Manager Rob Chittick and other Bendigo Pymble-based NSW State Office personnel for the counsel, expertise and assistance provided to our staff and directors throughout the past 12 months.

Conclusion

Homebush **Community Bank**[®] Branch has received strong community support through some difficult times during our first 10 years.

As we embark upon our second decade, Homebush **Community Bank**[®] Branch is now even better-placed to build upon this solid foundation of community support and take advantage of the exciting opportunities arising from the recapitalisation of the company.

With the continuation of community and shareholder support and with renewed enthusiasm and commitment from your Board and our staff, I am certain that the Homebush **Community Bank**[®] Branch will make even stronger contributions to the vibrancy and prosperity of our Homebush community in the years ahead.

In return, this prosperity will feed back into our Homebush **Community Bank**[®] Branch.

I sincerely thank all of our shareholders, including Bendigo and Adelaide Bank, for your continuing support of our Homebush **Community Bank**[®] Branch.

Chairman's report (continued)

In particular, your support as a customer of our Homebush **Community Bank**[®] Branch is invaluable in ensuring our future success, as it is our customers' banking activity that will ultimately determine the level of our future returns to our local community and shareholders.

I look forward to seeing as many shareholders as possible at our Eleventh Annual General Meeting which will be conducted on Monday 19 November 2012 at the Homebush Boys High School, commencing at 7.00pm.

In the meantime, I once again thank you for your continuing support and encouragement.



David A. Langdon
Chairman



Board of Homebush Financial Services Limited.



Staff of our Homebush **Community Bank**[®] Branch.

Manager's report

For year ending 30 June 2012



It is with great pleasure that I provide my inaugural report for Homebush Financial Services Limited 2012 Annual Report.

I am now approaching my eleventh month of employment since taking on the role as Branch Manager. This is not only exciting but rewarding and challenging. I thank the Board for not only providing me with the opportunity but for also entrusting me with a business portfolio in excess of \$80 million and growing.

In a short period our Homebush **Community Bank**[®] Branch has achieved many milestones which include:-

- Hosting a Local Business Information Evening specifically designed to enable our local shopping strip customers to get together and exchange ideas and meet our Directors and Senior Bendigo and Adelaide Bank Executives.
- Hosting a Local Business Development Function to inform our local and surrounding business people about domestic and international financial markets and how they could affect their business. We plan to host this type of event on a bi-annual basis.
- Staff Grant awards evening. Two such evenings were conducted by the branch staff where nine community and non-profit organisations were recognised for their valuable work within the community. I am pleased to advise that this will become a regular calendar event for this branch. A further grants evening has been scheduled for November 2012.
- Our engagement with our local community continues to flourish. We now have 28 community related entities, non-profit organisations, educational and sporting clubs which we have supported with grants and sponsorships to the value of \$25,000 during the 2011/12 financial year. Our aim is to surpass this figure in the ensuing year.
- Our staff have received two of the highest recognition awards provided by Bendigo and Adelaide Bank.

Our customer base continues to grow and both our existing and new customers are recognising the excellent banking services practices we provide.

Certainly, we still face challenges ahead but our branch has laid the groundwork to ensure that our strategies and business models are equipped to handle these challenges. To this end, we understand that successful customers create a successful community which creates a successful branch.

Thank you to our shareholders for continuing to support us, the branch staff and the Board of Directors. Together, we should be very proud of our Homebush **Community Bank**[®] Branch as we not only provide exceptional customer service for the local community but also deliver those values to the surrounding districts.

A handwritten signature in black ink, appearing to read 'Emmanuel Vatalis'.

Emmanuel Vatalis
Branch Manager

Directors' report

For the financial year ended 30 June 2012

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

Directors

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

David Andrew Langdon

Chairman (Appointed 10 December 2011)

Age: 67

Retired

David is a Fellow of the Australian Institute of Company Directors and a Member of the Australian Society of Certified Practising Accountants and the Australian Computer Society. He was a CEO and Managing Partner in a global consulting firm before his retirement. David has been Chairman of Ku-ring-gai Financial Services Limited since its incorporation in 2002 and Chairman of Homebush Financial Services Limited since his appointment to the Board in December 2011.

Interest in shares: Nil

Frank Edward Burriss

Director

Age: 80

Retired

Former sales manager in transport companies

Interest in shares: 1,000

Leanne Doran

Director (Appointed 28 November 2011)

Age: 40

Payroll/HR Manager

Holds a Diploma of Accounting, Diploma of HR Management. Over 20 years in the finance industry.

Interest in shares: 2,000

Vivian Thomas Hudson

Secretary

Age: 68

Manager Administration

Employed in local government for 49 years. Over 40 years in senior managerial roles.

Interest in shares: 1,000

Christopher John Haseldine

Deputy Chairman

Age: 68

Solicitor

LL.B. Rotary Club of Bankstown (38 years). Solicitor for 45 years, a Local Court Arbitrator for 24 years. Voluntary legal aid.

Interest in shares: Nil

Marlene Anne Doran

Director

Age: 72

Retired

Active Community Group sponsor. Retired shop proprietor. Member of Community Engagement Committee.

Interest in shares: 12,000

Directors' report (continued)

Directors (continued)

Christopher Bone

Director (Appointed 24 April 2012)

Age: 44

Head of Retail Operations & Lending

Chris is a career banker and has been working with Bendigo for over 20 year. He has worked in both the Victorian and NSW/ACT markets and brings a strong mix of retail, business banking and wealth experience.

Chris has participated in numerous community and sporting groups.

Interest in shares: Nil

Chris Naylor

Director (Appointed 28 June 2012)

Age: 51

Bank employee

Over 20 years of banking experience/experienced lender. He has been an employee with Bendigo & Adelaide Bank for 10 years. He has been and remains involved in various sporting clubs.

Interest in shares: Nil

Graham Agar Doran

Director (Resigned 28 November 2011)

Age: 75

Retired Manager

Former company manager, Protect, Procurement and Personal Manager, Accountant (AASA)

Interest in shares: 10,000

Peter Edmund English

Director (Resigned 26 June 2012)

Age: 62

Senior Bank Manager

28 years in Management in banking industry. Diploma Business/Accounting.

Interest in shares: Nil

Rajaratnam Ganesharatnam

Director (Appointed 28 November 2011)

Age: 69

Consulting Engineer

Experience in Structural Engineering Design, Part Time TAFE teacher.

Interest in shares: 2,500

Peter Cipolla

Director (Appointed 26 June 2012)

Age: 44

Company Director

A Director of Uniform Distribution Company Direct Uniforms and have been very involved in Marketing and internet online sales. Holds a Real Estate Certificate (TAFE).

Interest in shares: 2,500

William John Hilliard

Director (Resigned 24 February 2012)

Age: 61

Teacher

Bachelor of Commerce, Dip Ed, Deputy Principal Homebush Boys High 1996-2011.

Interest in shares: 1,500

Karthigesu Sivapragasam

Director (Resigned 25 May 2012)

Age: 65

Technician

Actively involved as a volunteer in Homebush and Strathfield areas.

Interest in shares: 2,000

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 Vivian Hudson. Viv was appointed to the position of secretary on 22 February 2006 and has 48 years administration experience with local government and municipal council, 35 years of which have been in senior managerial roles.

Directors' report (continued)

Principal Activities

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

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

Operating Results

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

	Year ended 30 June 2012 \$	Year ended 30 June 2011 \$
	46,486	325,442

Remuneration Report

Graham Doran in the capacity as treasurer of Homebush FSL, received a treasurers allowance for administration services provided for the period ended 28 November 2011 on a ad hoc basis totalling \$1,346 (2011: \$3,069).

David Langdon receives a monthly consulting fee from Bendigo & Adelaide Bank Limited to fulfill his role as Chairman of the Board. This role has been approved for a 12 month term ending in December 2012. David received consulting fees totalling \$23,000.

No other directors received remuneration for services during the period.

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.

Matters Subsequent to the End of the Financial Year

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

Likely Developments

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

Environmental Regulation

The company is not subject to any significant environmental regulation.

Directors' report (continued)

Directors' Benefits

No director has received or become entitled to receive, during or since the financial year, a benefit because of a contract made by the company, controlled entity or related body corporate with a director, a firm which a director is a member or an entity in which a director has a substantial financial interest, except as noted above and in note 19 to the financial statements.

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:

	Number of Board Meetings	
	Eligible to attend	Number attended
David Andrew Langdon (Appointed 10 December 2011)	7	7
Frank Edward Burriss	11	10
Leanne Doran (Appointed 28 November 2011)	8	7
Vivian Thomas Hudson	11	11
Christopher John Haseldine	7	7
Marlene Anne Doran	11	7
Christopher Bone (Appointed 24 April 2012)	3	2
Rajaratnam Ganesharatnam (Appointed 28 November 2011)	8	7
Chris Naylor (Appointed 28 June 2012)	1	1
Peter Cipolla (Appointed 26 June 2012)	1	1
Graham Agar Doran (Resigned 28 November 2011)	5	4
William John Hilliard (Resigned 24 February 2012)	8	5
Peter Edmund English (Resigned 26 June 2012)	11	9
Karthigesu Sivapragasam (Resigned 25 May 2012)	8	7

The Board has 5 Committees which are Governance, Finance, HR and Operations, Community Engagement and Marketing/Business Development respectively. Committees have elected Directors who meet on a regular, or as needs, basis and present reports/recommendations to the monthly Board meetings where required.

Directors' report (continued)

Non Audit Services

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

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

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

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

Auditors' Independence Declaration

A copy of the auditors' independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 15.

Signed in accordance with a resolution of the board of directors at Homebush, New South Wales on 6 September 2012.



**David Andrew Langdon,
Chairman**

Auditor's independence declaration



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

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

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

A handwritten signature in black ink, appearing to read 'David Hutchings', is positioned above the printed name.

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

Dated: 6th September 2012

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

P: (03) 5443 0344 | F: (03) 5443 5304 | 61-65 Bull St./PO Box 454 Bendigo Vic. 3552 | afs@afsbendigo.com.au | www.afsbendigo.com.au

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Financial statements

Statement of Comprehensive Income for the Year Ended 30 June 2012

	Note	2012 \$	2011 \$
Revenues from ordinary activities	4	645,727	623,554
Employee benefits expense		(331,332)	(341,340)
Charitable donations, sponsorship, advertising and promotion		(25,690)	(27,104)
Occupancy and associated costs		(60,485)	(58,308)
Systems costs		(34,921)	(36,039)
Depreciation and amortisation expense	5	(22,298)	(26,691)
Finance costs	5	(27,328)	(54,233)
General administration expenses		(91,701)	(76,547)
Profit before income tax (expense)/credit		51,972	3,292
Income tax (expense)/credit	6	(5,486)	322,150
Profit after income tax (expense)/credit		46,486	325,442
Total comprehensive income for the year		46,486	325,442
Earnings per share (cents per share)		c	c
- basic for profit for the year	21	4.83	49.62

The accompanying notes form part of these financial statements.

Financial statements (continued)

Balance Sheet as at 30 June 2012

	Note	2012 \$	2011 \$
ASSETS			
Current Assets			
Cash on hand	7	49,612	-
Trade and other receivables	8	51,732	53,652
Total Current Assets		101,344	53,652
Non-Current Assets			
Property, plant and equipment	9	246,689	259,921
Intangible assets	10	55,842	5,452
Deferred tax assets	11	316,664	322,150
Total Non-Current Assets		619,195	587,523
Total Assets		720,539	641,175
LIABILITIES			
Current Liabilities			
Trade and other payables	12	66,570	23,140
Borrowings	13	-	192,302
Provisions	14	21,223	33,203
Total Current Liabilities		87,793	248,645
Non-Current Liabilities			
Borrowings	13	-	590,000
Provisions	14	12,701	10,404
Total Non-Current Liabilities		12,701	600,404
Total Liabilities		100,494	849,049
Net Assets		620,045	(207,874)
Equity			
Issued capital	15	1,372,954	591,521
Accumulated losses	16	(752,909)	(799,395)
Total Equity		620,045	(207,874)

The accompanying notes form part of these financial statements.

Financial statements (continued)

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

	Issued Capital \$	Retained Earnings \$	Total Equity \$
Balance at 1 July 2010	591,521	(1,124,837)	(533,316)
Total comprehensive income for the year	-	325,442	325,442
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 2011	591,521	(799,395)	(207,874)
Balance at 1 July 2011	591,521	(799,395)	(207,874)
Total comprehensive income for the year	-	46,486	46,486
Transactions with owners in their capacity as owners:			
Shares issued during period	781,433	-	781,433
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	-	-
Balance at 30 June 2012	1,372,954	(752,909)	620,045

The accompanying notes form part of these financial statements.

Financial statements (continued)

Statement of Cashflows for the Year Ended 30 June 2012

	Note	2012 \$	2011 \$
Cash Flows From Operating Activities			
Receipts from customers		711,363	626,573
Payments to suppliers and employees		(620,427)	(545,612)
Interest paid		(27,328)	(54,037)
Interest received		116	-
Net cash provided by operating activities	17(b)	63,724	26,924
Cash Flows From Investing Activities			
Payments for property, plant and equipment		(1,689)	(4,156)
Payments for intangible assets		(11,554)	(10,000)
Net cash used in investing activities		(13,243)	(14,156)
Cash Flows From Financing Activities			
Proceeds of share issues		781,433	-
Repayment of borrowings		(590,000)	-
Net cash provided by financing activities		191,433	-
Net increase in cash held		241,914	12,768
Cash and cash equivalents at the beginning of the financial year		(192,302)	(205,070)
Cash and cash equivalents at the end of the financial year	17(a)	49,612	(192,302)

The accompanying notes form part of these financial statements.

Notes to the financial statements

For the Year Ended 30 June 2012

Note 1. Summary of Significant Accounting Policies

a) Basis of Preparation

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

Compliance with IFRS

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

Critical accounting estimates

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

Historical cost convention

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

Comparative figures

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

Adoption of new and revised Accounting Standards

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

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

Economic dependency - Bendigo and Adelaide Bank Limited

The company has entered into a franchise agreement with Bendigo and Adelaide Bank Limited that governs the management of the **Community Bank**[®] branch at Homebush, New South Wales.

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)

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

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

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

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

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

b) Revenue

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

Revenue calculation

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

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

b) Revenue (continued)

Revenue calculation (continued)

The second source of revenue is commission paid by Bendigo and Adelaide Bank Limited on the other products and services provided through the company (ie 'commission business'). The commission is currently payable on various specified products and services, including insurance, financial planning, common fund, Sandhurst Select, superannuation, commercial loan referrals, products referred by Rural Bank, leasing referrals, fixed loans and certain term deposits (>90 days). The amount of commission payable can be varied in accordance with the Franchise Agreement (which, in some cases, permits commissions to be varied at the discretion of Bendigo and Adelaide Bank Limited). This discretion has been exercised on several occasions previously. For example in February 2011 Bendigo and Adelaide Bank Limited reduced commissions on two core banking products to ensure a more even distribution of income between Bendigo and Adelaide Bank Limited and its **Community Bank**[®] partners. The revenue share model is subject to regular review to ensure that the interests of Bendigo and Adelaide Bank Limited and **Community Bank**[®] companies remain balanced. Whilst we are protected from further reductions in these commission rates until 31 March 2013, another review will be conducted by Bendigo Bank at that time. The commission reduced from 0.50% to 0.375% with effect from 1 April 2011, however, Homebush FSL was granted a 12 month exemption from being subjected to this reduction. The reduced commission rate of 0.375% was applied to Homebush FSL from April 1 2012 and is not subject to any further changes in the commission rate until 31 March 2013.

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

c) Income Tax

Current tax

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

Deferred tax

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

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

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

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

c) Income Tax (continued)

Deferred tax (continued)

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.

e) Cash and Cash Equivalents

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

f) Trade Receivables and Payables

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

g) Property, Plant and Equipment

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

Depreciation is provided on property, plant and equipment, including freehold buildings but excluding land.

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

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

g) Property, Plant and Equipment (continued)

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.

k) Financial Instruments

Recognition and initial measurement

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

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

Derecognition

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

Classification and subsequent measurement

(i) Loans and receivables

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

(ii) Held-to-maturity investments

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

(iii) Financial liabilities

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

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

k) Financial Instruments (continued)

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.

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.

(i) the distribution limit is the greater of:

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

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

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

Notes to the financial statements (continued)

Note 2. Financial Risk Management (continued)

(vi) Capital management (continued)

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

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

Note 3. Critical Accounting Estimates and Judgements

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

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

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

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

Taxation

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

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

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

Estimation of useful lives of assets

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

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the company's share of the net identifiable assets of the acquired branch/agency at the date of acquisition. Goodwill on acquisition is included in intangible assets. Goodwill is not amortised. Instead, goodwill is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses.

Notes to the financial statements (continued)

Note 3. Critical Accounting Estimates and Judgements (continued)

Goodwill (continued)

The calculations require the use of assumptions.

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.

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

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

	2012	2011
	\$	\$

Note 4. Revenue from Ordinary Activities

Operating activities:

- services commissions	595,727	573,554
- other revenue	50,000	50,000
Total revenue from operating activities	645,727	623,554

Note 5. Expenses

Depreciation of non-current assets:

- plant and equipment	8,476	10,346
- leasehold improvements	6,445	6,345

Notes to the financial statements (continued)

	Note	2012 \$	2011 \$
Note 5. Expenses (continued)			
Amortisation of non-current assets:			
- franchise agreement		1,552	2,000
- franchise renewal fee		5,825	8,000
		22,298	26,691
Finance costs:			
- interest paid		27,328	54,233
Bad debts		1,684	5,227

Note 6. Income Tax Expense/Credit

The components of tax expense comprise:

- Future income tax benefit attributed to losses		-	(955)
- Movement in deferred tax		2,905	1,943
- Recoupment of prior year tax loss		12,945	(323,138)
- Adjustments to tax expense of prior periods		(10,364)	-
		5,486	(322,150)

The prima facie tax on profit/(loss) from ordinary activities before income tax is reconciled to the income tax expense/(credit) as follows:

Operating profit/(loss)		51,972	3,292
Prima facie tax on profit/(loss) from ordinary activities at 30%		15,592	988
Add tax effect of:			
- non-deductible expenses		258	-
- timing difference expenses		(2,905)	(1,943)
		12,945	(955)
Movement in deferred tax	11	2,905	1,943
Prior year tax losses brought to account as a deferred tax asset		-	(323,138)
Adjustments to tax expense of prior periods		(10,364)	-
		5,486	(322,150)

Note 7. Cash and Cash Equivalents

Cash on hand		49,612	-
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Notes to the financial statements (continued)

	2012 \$	2011 \$
Note 8. Trade and Other Receivables		
Trade receivables	46,090	47,710
Prepayments	5,642	5,942
	51,732	53,652

Note 9. Property, Plant and Equipment

Plant and equipment

At cost	69,045	68,902
Less accumulated depreciation	(51,928)	(46,358)
	17,117	22,544

Leasehold improvements

At cost	297,026	297,026
Less accumulated depreciation	(95,875)	(89,430)
	201,151	207,596

Office Furniture & Equipment

At cost	64,059	62,513
Less accumulated depreciation	(35,638)	(32,732)
	28,421	29,781

Total written down amount	246,689	259,921
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Movements in carrying amounts:

Plant and equipment

Carrying amount at beginning	22,544	26,902
Additions	-	3,120
Less: depreciation expense	(5,427)	(7,478)
Carrying amount at end	17,117	22,544

Leasehold improvements

Carrying amount at beginning	207,596	212,905
Additions	-	1,036
Less: depreciation expense	(6,445)	(6,345)
Carrying amount at end	201,151	207,596

Notes to the financial statements (continued)

	2012 \$	2011 \$
Note 9. Property, Plant and Equipment (continued)		
Office Furniture		
Carrying amount at beginning	29,781	32,649
Additions	1,546	-
Less: depreciation expense	(2,906)	(2,868)
Carrying amount at end	28,421	29,781
Total written down amount	246,689	259,921

Note 10. Intangible Assets

Franchise fee		
At cost	71,554	60,000
Less: accumulated amortisation	(60,385)	(58,833)
	11,169	1,167
Renewal processing fee		
At cost	86,214	40,000
Less: accumulated amortisation	(41,541)	(35,715)
	44,673	4,285
Total written down amount	55,842	5,452

Note 11. Tax

Deferred tax assets		
- accruals	660	660
- employee provisions	10,177	13,082
- tax losses carried forward	305,827	308,408
Net deferred tax asset	316,664	322,150
Movement in deferred tax charged to statement of comprehensive income	5,486	1,943

Note 12. Trade and Other Payables

Trade creditors	62,876	15,053
Other creditors and accruals	3,694	8,087
	66,570	23,140

Notes to the financial statements (continued)

	2012 \$	2011 \$
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Note 13. Borrowings

Current:

Bank overdraft	-	192,302
	-	192,302

The bank overdraft has an approved limit of \$230,000 and following a two year interest free period which ceased during June 2009. The bank overdraft ceased during January 2012 as the loan was fully paid off.

Non-Current:

Bank overdraft	-	590,000
	-	590,000

The bank overdraft has an approved limit of \$590,000 and following a two year interest free period which ceased during June 2009, The bank overdraft ceased during January 2012 as the loan was fully paid off.

Note 14. Provisions

Current:

Provision for annual leave	21,223	33,203
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Non-Current:

Provision for long service leave	12,701	10,404
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Note 15. Contributed Equity

655,910 Ordinary shares fully paid (2011: 655,910)	637,910	637,910
Less: equity raising expenses	(46,389)	(46,389)
Plus: 630,188 shares issued on 5 January 2012	781,433	-
	1,372,954	591,521

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 15. 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®** 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.

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 they control or own 10% or more of the shares in the company (the "10% limit").

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.

The members approved a motion at the Company's 2011 Annual General Meeting held on 28 November 2011 to issue additional shares representing a 49% interest in the Company to Bendigo and Adelaide Bank. On 5 January 2012 630,188 shares were issued to Bendigo and Adelaide Bank Limited for consideration of \$781,433.12.

Notes to the financial statements (continued)

	2012 \$	2011 \$
Note 16. Accumulated Losses		
Balance at the beginning of the financial year	(799,395)	(1,124,837)
Net profit from ordinary activities after income tax	46,486	325,442
Dividends paid or provided for	-	-
Balance at the end of the financial year	(752,909)	(799,395)

Note 17. Statement of Cashflows

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

17(a) Reconciliation of cash

Cash on hand/(Bank overdraft)	49,612	(192,302)
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17(b) Reconciliation of profit from ordinary activities after tax to net cash provided by operating activities

Profit from ordinary activities after income tax	46,486	325,442
--	--------	---------

Non cash items:

- depreciation	14,921	16,691
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- amortisation	7,377	10,000
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Changes in assets and liabilities:

- decrease in receivables	1,920	2,652
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- increase/(decrease) in other assets	5,486	(322,150)
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- increase/(decrease) in payables	(2,783)	(5,249)
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- decrease in provisions	(9,683)	(462)
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Net cashflows provided by operating activities	63,724	26,924
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Note 18. 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	36,000	36,000
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- between 12 months and 5 years	36,000	72,000
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- greater than 5 years	-	-
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	72,000	108,000
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Notes to the financial statements (continued)

Note 18. Leases (continued)

The rental lease on the branch premises is a non-cancellable lease with a five-year term, commencing on 1 July 2009. There is an option available for a further five year term to be exercised at the conclusion of the current lease. Minimum rent payable is currently \$36,000 per annum.

	2012 \$	2011 \$
--	------------	------------

Note 19. Auditor's Remuneration

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

- audit and review services	3,900	3,400
- share registry services	1,450	1,450
- non audit services	7,204	2,798
	12,554	7,648

Note 20. Director and Related Party Disclosures

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

David Andrew Langdon (Appointed 10 December 2011)
Frank Edward Burriss
Leanne Doran (Appointed 28 November 2011)
Vivian Thomas Hudson
Christopher John Haseldine
Marlene Anne Doran
Christopher Bone (Appointed 24 April 2012)
Rajaratnam Ganesharatnam (Appointed 28 November 2011)
Chris Naylor (Appointed 28 June 2012)
Peter Cipolla (Appointed 28 June 2012)
Graham Agar Doran (Resigned 28 November 2011)
William John Hilliard (Resigned 24 February 2012)
Peter Edmund English (Resigned 26 June 2012)
Karthigesu Sivapragasam (Resigned 25 May 2012)

Graham Doran in the capacity as treasurer of Homebush FSL, received a treasurer's allowance for administration services provided during the period on an ad hoc basis totalling \$1,346 (2011: \$3,069).

David Langdon receives a consulting fee from Bendigo & Adelaide Bank Limited to fulfill his role as Chairman of the Board. This role has been approved for a 12 month term ending in December 2012. David received consulting fees totalling \$23,000.

No other director have been paid as the positions are held on a voluntary basis. No director or related entity has entered into a material contract with the company.

Notes to the financial statements (continued)

Note 20. Director and Related Party Disclosures (continued)

Directors' Shareholdings	2012	2011
David Andrew Langdon (Appointed 10 December 2011)	-	-
Frank Edward Burriss	1,000	1,000
Leanne Doran (Appointed 28 November 2011)	2,000	2,000
Vivian Thomas Hudson	1,000	1,000
Christopher John Haseldine	-	-
Marlene Anne Doran	12,000	12,000
Christopher Bone (Appointed 24 April 2012)	-	-
Rajaratnam Ganesharatnam (Appointed 28 November 2011)	2,500	2,500
Chris Naylor (Appointed 28 June 2012)	-	-
Peter Cipolla (Appointed 28 June 2012)	2,500	-
Graham Agar Doran (Resigned 28 November 2011)	10,000	10,000
William John Hilliard (Resigned 24 February 2012)	1,500	1,500
Peter Edmund English (Resigned 26 June 2012)	-	-
Karthigesu Sivapragasam (Resigned 25 May 2012)	1,000	1,000

	2012	2011
	\$	\$

Note 21. Earnings Per Share

(a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share	46,486	325,442
	Number	Number
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	961,598	655,910

Note 22. Events Occurring After the Balance Sheet Date

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

Note 23. Contingent Liabilities

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

Notes to the financial statements (continued)

Note 24. Segment Reporting

The economic entity operates in the service sector where it facilitates **Community Bank**[®] services in Homebush, New South Wales pursuant to a franchise agreement with Bendigo and Adelaide Bank Limited.

Note 25. 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
27 Rochester Street	27 Rochester Street
Homebush NSW 2140	Homebush NSW 2140

Note 26. Financial Instruments

Net Fair Values

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

Credit Risk

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

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

Interest Rate Risk

Financial instrument	Floating interest rate		Fixed interest rate maturing in						Non interest bearing		Weighted average effective interest rate	
			1 year or less		Over 1 to 5 years		Over 5 years				2012	2011
	2012 \$	2011 \$	2012 \$	2011 \$	2012 \$	2011 \$	2012 \$	2011 \$	2012 %	2011 %		
Financial Assets												
Cash and cash equivalents	49,612	-	-	-	-	-	-	-	-	-	-	N/A
Receivables	-	-	-	-	-	-	-	-	45,840	47,709	N/A	N/A
Financial Liabilities												
Interest bearing liabilities	-	692,302	-	-	-	-	-	-	-	-	(0.19)	6.94
Payables	-	-	-	-	-	-	-	-	62,876	15,053	N/A	N/A

Directors' declaration

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

In the opinion of the directors:

- (a) the financial statements and notes of the company are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the company's financial position as at 30 June 2012 and of its performance for the financial year ended on that date; and
 - (ii) complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
- (b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.
- (c) the audited remuneration disclosures set out in the remuneration report section of the directors' report comply with Accounting Standard AASB124 Related Party Disclosures and the Corporations Regulations 2001.

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



**David Andrew Langdon,
Chairman**

Signed on the 6th September 2012.

Independent audit report



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

Report on the financial report

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

Directors' responsibility for the financial report

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

Auditor's responsibility

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

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

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

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

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

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

P: (03) 5443 0344 | F: (03) 5443 5304 | 61-65 Bull St./PO Box 454 Bendigo Vic. 3552 | afs@afsbendigo.com.au | www.afsbendigo.com.au

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Independent audit report (continued)

Independence

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

Auditor's opinion on the financial report

In our opinion:

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

Report on the remuneration report

We have audited the remuneration report included in the directors' report for the year ended 30 June 2012. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's opinion

In our opinion, the remuneration report of Homebush Financial Services Limited for the year ended 30 June 2012, complies with section 300A of the *Corporations Act 2001*.



David Hutchings
Andrew Frewin Stewart
61 Bull Street Bendigo Vic 3550

Dated: 6th September 2012

Homebush **Community Bank®** Branch



Homebush Community Bank® Branch

27 Rochester Street, Homebush NSW 2140

Ph 02 9764 6616 Fax 02 9764 6737

Franchisee: Homebush Financial Services Limited

27 Rochester Street, Homebush NSW 2140

ABN 55 097 923 807