Mallacoota Community Enterprises Limited

2011 ANNUAL REPORT

Mallacoota **Community Bank®** Branch

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Our award winning branch team, judged first in the State and third in the nation for efficiency and service in a survey conducted by Bendigo and Adelaide Bank. Ltd. From the left: Stacy Palmer, Debbie Hohenhaus (Branch Manager), Sue Nixon and Sue Farrelly.

VISION

To provide a reliable, sustainable, competitive, banking service in the Mallacoota area and to utilise the profits derived from a successful business to enhance the economic and cultural well being of the community.

MISSION STATEMENT

Mallacoota Community Enterprises Ltd will strive to achieve our vision by:

- diligently directing and managing the company's performance
- ensuring that the company meets its compliance obligations
- insisting that the Board and staff comply with the terms and conditions of the franchise agreement
- acting in the best interests of our shareholders, by seeking to maintain satisfactory levels of profit and dividend distributions
- providing our staff with the opportunity for self-development, a positive and meaningful work place and the opportunity to contribute to the development of Mallacoota Community Enterprises Ltd.
- providing the best possible face to face, personal service to our customers
- actively involving itself in the continued growth and development of the Mallacoota and District area and being sensitive to both the financial and overall well being of its citizens.

Chairman's Report

For year ending 30 June, 2011

Having completed our second full years trading, I am happy to report your branch is now an integral part of the Mallacoota landscape. Mallacoota **Community Bank®** Branch, our bank, is owned by the community for the community.

I together with your Board, appreciate and value greatly the importance of our partners Bendigo and Adelaide Bank and the Bendigo brand.

Every month we learn something new about the culture that denotes the difference in services and benefits we have to offer. Every month we pride ourselves in supporting our growing number of customers and community organisations.

Based on the premise of providing exemplary banking services and substantial community support, the Bank's **Community Bank®** model continues to receive positive recognition across rural and regional Australia.

It is with pride that I congratulate our bank staff on being judged first in the State and third in the country as a result of a recent survey of efficiency and service conducted by the bank.

This outstanding achievement, together with the compliments received from a growing number of satisfied customers, provides us with confidence for the years ahead.

The other major contributing factor to the success of the past year has been the community support that we have been able to provide through the market development programme. This Bendigo and Adelaide Bank initiative provides us with funds to support worthy community projects prior to us reaching profit. As a result, our schools, sports clubs, medical centre, Historical Society and others, have been able to improve their amenities and services to the benefit of all in our community.

The funds available for community support increase in direct proportion to the growth of our banking business. Therefore, the more the community supports the bank by bringing their business to us, the more funds we will have to distribute.

In closing I wish to emphasise the importance of your ongoing support for your bank. Even if you don't live permanently in Mallacoota you can place your business with us through your nearest Bendigo Bank branch or by dealing directly with our staff. Every account helps us and helps the community.

Finally I would like to thank all those involved, including my fellow Directors and committee members, our Manager Debbie Hohenhaus and the branch staff, the Bendigo and Adelaide Bank personnel, our valued customers and of course you, our shareholders, who made our **Community Bank®** branch a reality.

John Rudge
Chairman

Manager's Report

For year ending 30 June, 2011

I am pleased to submit the Manager's report to the shareholders of Mallacoota Community Enterprises Ltd for the year ending 30/06/2011.

During the past 12 months our business grew substantially, with deposit and lending balances now totalling $31, 430,000. This is a growth of $9,615,000 for the year and represents a 44% increase over the previous year. An excellent result.

Our customer base has increased from 488 to 620, an increase of 28%.

It is important to note that these figures are consistent with our original feasibility study and in line with our budget predictions. It is equally important that this growth continues in order for us to reach profitability as soon as possible, for the benefit of shareholders and the community at large.

The impressive growth in our business is a reflection of the trust and confidence the community now has in Mallacoota **Community Bank®** Branch and recognition of our community support programme

I would like to take this opportunity to recognise the very positive contribution of our staff. Sue Nixon, Sue Farrelly and Stacey Palmer continue to deliver an exceptional level of customer service at the branch, as demonstrated by their outstanding customer survey results and the constant flow of compliments from our customers.

Your **Community Bank®** team can provide expert advice on the broad range of financial services and products that Bendigo and Adelaide Bank offers which includes home loans, personal loans, business loans and term deposits. We can also assist you with foreign currency options for those travelling overseas.

Michael Van Oosterom, our Business Banker, is here in Mallacoota on a regular basis to service all new and existing business customers. We offer face-to-face appointments with Matthew Bonnor, our qualified Financial Planner. The branch also provides a range of insurances including house and contents, car, boat, caravan and travel insurance.

There is also 24 hour 7 day a week access to funds through our ATM. It is proving very popular, especially over the busy summer period, when the income received from the ATM greatly increases due to the amount of non-customers using the machine, for which we earn $1 per transaction.

To Chairman John Rudge and the other members of the Board I would like to thank them for their ongoing support over the last 12 months and I look forward to continuing our close working relationship.

We are confident that the business will continue to grow, however this is of course reliant on the ongoing support of the local community.

As an investor in your **Community Bank®** branch, I ask for your support to encourage family, friends and neighbours to bring their banking across so that we can supaport our community.

Debbie Hohenhaus
Branch Manager

Bendigo and Adelaide Bank Ltd Report

For year ending 30 June, 2011

As **Community Bank®** shareholders you are part of something special, a unique banking movement which has evolved into a whole new way of thinking about organising and strengthening community.

Together, we have reached new heights and achieved many great successes, all of which has been underpinned by our commitment and dedication to the communities we're a part of.

Together we're making extraordinary progress, with more than $58.25 million returned to support community groups and endeavours since the network was established in 1998.

The returns grow exponentially each year, with $469 thousand returned within the first five years, $8.15 million within the first eight and $22.58 million by the end of the first decade of operation. Based on this, we can predict the community returns should top $100 million within the next three years, which equates to new community facilities, better health care, increased transport services and generally speaking, more prosperous communities.

Together, we haven't just returned $58.25 million; there is also the flow on economic impact to consider. Bendigo and Adelaide Bank is in the process of establishing an evidential basis that captures the complete picture and the economic outcomes these initiatives generate. However, the tangible outcomes are obvious. We see it in tenanted shops, increased consumer traffic, retained local capital and new jobs but we know that there are broader elements of community strength beyond the economic indicators, which demonstrate the power of our community models.

It is now evident that branches go through a clear maturity phase, building customer support, generating surpluses and establishing a sustainable income stream. This enables Boards to focus less on generating business and more on the community's aspirations. Bendigo is facilitating this through Director engagement and education, community consultations and other community solutions (Community Enterprise Foundation™, Community Sector Banking, Community Telco, Generation Green™ and Community Enterprises) that will provide Boards with further development options.

In Bendigo, your **Community Bank®** Board has a committed and successful partner. Our past efforts and continued commitment to be Australia's leading customer-connected bank, that is relevant, connected and valued, is starting to attract attention and reap rewards.

In January, a Roy Morgan survey into customer satisfaction saw Bendigo Bank achieve an industry leading score among Australian retail banks. This was the first time Bendigo Bank has led the overall results since August 2009.

In May, Fitch Ratings upgraded Bendigo and Adelaide Banks Long-Term Issuer Default Rating (IDR) to A- from BBB+. This announcement saw us become the first Australian bank – and one of the very few banks globally – to receive an upgrade since the Global Financial Crisis.

Standard & Poor's revised credit rating soon followed seeing Bendigo and Adelaide Bank shift from BBB+ stable, to BBB+ positive. These announcements reflect the hard and diligent work by all our staff, our sound risk management practices, low-risk funding and balance sheet structure, sound capital ratios and a sustained improvement in profitability.

The strength of our business model – based on our commitment to our customers and the communities that we operate in – is being recognised by all three ratings agencies.

Bendigo and Adelaide Bank Ltd Report (continued)

Over the past year the bank has also added more than 700 additional ATMs through a network sharing agreement with Suncorp Bank, which further enhances our customers' convenience and expands our footprint across the country. In addition to this a further 16 **Community Bank®** branches were opened.

The bank has also had a renewed focus on business banking and re-launched our wealth management services through Bendigo Wealth, which oversees the Adelaide Bank, Leveraged Equities, Sandhurst Trustees and financial planning offering.

The **Community Bank®** model is unique and successful, it's one of our major points of difference and it enables us to connect with more than 550,000 customers, in excess of 270 communities and make a difference in the lives of countless people.

We are very proud of the model we have developed and we're very thankful for the opportunity to partner with communities to help build their balance sheets.

We thank you all for the part you play in driving this success.

Russell Jenkins
Executive Customer and Community

Directors' Report

For year ending 30 June, 2011

Your directors submit the financial statements of the company for the financial year ended 30 June 2011.

Directors

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

John Peter Rudge
Chairman
Age: 70
Occupation: Company Director & Councillor
Past and present involvement in community groups, Tertiary qualifications, Directorship at Gippsland region water corp.

Yvonne Anne Learmonth
Director
Age: 73
Occupation: Self Employed
Yvonne has been in Mallacoota over 6 years owning and running Blue Waters Holiday Cottages. During that time she has been an inaugural member of the Mallacoota and District Business and Tourism Association, Visitor Information Shed, is a Legatee with the Legacy Club of Melbourne and an interested member of various local organisations

Etienne Alexander Van Der Merwe
Director
Age: 69
Occupation: Retired Chief Executive
Worked in supermarkets for 20 years in South Africa, Chief Executive of Housewares International Pty Ltd.

George Raymond Davey
Director - *(Appointed 22nd November 2010)*
Age: 72
Occupation: Retired C.F.P
Ray was a fellow of the Insurance Institute, has a diploma in Financial Planning and became a Certified Planner with AMP Financial Planning. He has served on a number of local committees and was a Treasurer of 3MGB for five years

Peter McKenzie Craig
Director - *(Resigned 22nd November 2010)*
Age: 66
Occupation: Retired Company Director
Peter has had many varied roles in his life including as a self-employed Insurance Broker in Melbourne, as a property developer in Byron Bay and a high rise manager in Coolangatta. During his time in Queensland, Peter obtained his Restricted Real Estate Licence and became licensed to manage Trust Account monies.

Hendrik John Arendsen
Secretary
Age: 69
Occupation: Retired Managing Director
8 Years on Yachting Victoria Board, 46 years in Metal good manufacturing.

Geoffrey Raymond Weeks
Director
Age: 71
Occupation: Retired Advertising Art Director
Worked in Advertising firms in Melbourne and Toronto, Has run own graphics business for 15 years.

Daniel George Dick
Director - *(Appointed 22nd November 2010)*
Age: 62
Occupation: Self Employed
As well as being a local business owner/operator, George holds a Bachelor of Business degree, has a strong background in banking and held a senior audit position with ANZ Bank.

Michael Drake
Director - *(Re-elected 22nd November 2010)*
Age: 83
Occupation: Retired Medical Practitioner
Director of two departments in Prince Henry Hospital, Chairman of numerous medical both national and international.

Lynn Elizabeth Casement
Director - *(Resigned 22nd November 2010)*
Age: 57
Occupation: Business Owner
During the past 34 years, Lynn has been an active partner in the running and management of their fishing business, in both Mallacoota and Lakes Entrance. For 16 years, Lynn has owned and operated a retail gift and homewares store and was also in a partnership with stores in Bateman's Bay and Lakes Entrance, the latter with an in store bank.

Glenn Robert Hodges
Director - *(Resigned 6th September 2010)*
Age: 53
Occupation: Solicitor

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 Hendrik John Arendsen. Rik was appointed to the position of secretary upon Incorporation on 5 August 2008. Prior to his retirement he had been Managing Director of his family's metal goods manufacturing business. Rik also held the position of Vice President of Yachting Victoria.

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

Operating Results

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

	Year ended 30 June 2011 $	Year ended 30 June 2010 $
	(124,306)	(157,956)

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.

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' 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.

Directors' Report (continued)

Indemnification and Insurance of Directors and Officers

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

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

Directors Meetings

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

	Board Meetings Attended		Committee Meetings Attended									
			Human Resources		Marketing		Maintenance		Governance		Finance	
	Eligible	*Attended*	*Eligible*	*Attended*	*Eligible*	*Attended*	*Eligible*	*Attended*	*Eligible*	*Attended*	*Eligible*	*Attended*
John Peter Rudge	11	11	8	8	7	6	–	–	–	–	3	3
Hendrik John Arendsen	11	10	8	2	7	6	–	–	–	–	3	3
Michael Drake	11	11	8	5	7	5	–	–	–	–	–	–
Yvonne Anne Learmonth	11	11	8	8	3	3	–	–	2	2	–	–
Etienne Alexander Van Der Merwe	11	6	8	2	7	4	2	2	2	2	3	3
Geoffrey Raymond Weeks	11	11	–	–	7	7	–	–	–	–	–	–
Daniel George Dick	6	6	–	–	–	–	–	–	–	–	–	–
George Raymond Davey	6	6	–	–	–	–	2	2	–	–	3	2
Peter McKenzie Craig	5	2	–	–	4	2	–	–	–	–	–	–
Lynn Elizabeth Casement	5	3	–	–	–	–	–	–	–	–	–	–
Glenn Robert Hodges	3	1	–	–	–	–	–	–	–	–	–	–

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 4.

Signed in accordance with a resolution of the board of directors at Mallacoota, Victoria on 25 August 2011.

John Peter Rudge

Partners in success
Chartered Accountants

Lead Auditor's Independence Declaration under section 307C of the Corporations Act 2001 to the Directors of Mallacoota Community Enterprise Limited

I declare, that to the best of my knowledge and belief, in relation to the audit for the financial year ended 30 June 2011 there have been:

- no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the review; and

- no contravention of any applicable code of professional conduct in relation to the audit.

DAVID HUTCHINGS
ANDREW FREWIN & STEWART
61-65 Bull Street, Bendiogo, 3350

25th August, 2011

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 2011

	Notes	2011 $	2010 $
Revenues from ordinary activities	4	217,645	164,135
Employee benefits expense		(197,348)	(197,750)
Charitable donations, sponsorship, advertising and promotion		(11,992)	(12,580)
Occupancy and associated costs		(23,513)	(19,876)
Systems costs		(46,260)	(37,645)
Depreciation and amortisation expense	5	(44,081)	(44,329)
General administration expenses		(64,239)	(69,814)
Loss before income tax credit		**(169,788)**	**(217,859)**
Income tax credit	6	45,482	59,903
Loss after income tax credit		(124,306)	(157,956)
Total comprehensive income for the year		**(124,306)**	**(157,956)**
Earnings per share (cents per share)		c	c
- basic for profit for the year	21	(15.14)	(19.23)

Balance Sheet
as at 30 June 2011

	Notes	2011 $	2010 $
ASSETS			
Current Assets			
Cash and cash equivalents	7	77,209	201,112
Trade and other receivables	8	21,009	18,553
Total Current Assets		**98,218**	**219,665**
Non-Current Assets			
Property, plant and equipment	9	174,870	195,425
Intangible assets	10	60,500	82,500
Deferred tax assets	11	152,129	106,647
Total Non-Current Assets		**387,499**	**384,572**
Total Assets		**485,717**	**604,237**
LIABILITIES			
Current Liabilities			
Trade and other payables	12	18,876	14,469
Provisions	13	13,212	10,917
Total Current Liabilities		**32,088**	**25,386**
Non-Current Liabilities			
Trade and other payables	12	4,000	6,000
Provisions	13	1,815	731
Total Non-Current Liabilities		**5,815**	**6,731**
Total Liabilities		**37,903**	**32,117**
Net Assets		**447,814**	**572,120**
Equity			
Issued capital	14	802,211	802,211
Accumulated losses	15	(354,397)	(230,091)
Total Equity		**447,814**	**572,120**

Statement of Changes in Equity
for the year ended 30 June 2011

	Issued Capital $	Retained Earnings $	Total Equity $
Balance at 1 July 2009	783,109	(72,135)	710,974
Total comprehensive income for the year	-	(157,956)	(157,956)
Transactions with owners in their capacity as owners:			
Shares issued during period	14,602	-	14,602
Costs of issuing shares	4,500	-	4,500
Dividends provided for or paid	-	-	-
Balance at 30 June 2010	802,211	(230,091)	572,120
Balance at 1 July 2010	802,211	(230,091)	572,120
Total comprehensive income for the year	-	(124,306)	(124,306)
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	802,211	(354,397)	447,814

Statement of Cashflows
for the year ended 30 June 2011

	Notes	2011 $	2010 $
Cash Flows From Operating Activities			
Receipts from customers		208,978	157,774
Payments to suppliers and employees		(341,349)	(349,711)
Interest received		9,994	14,722
Net cash used in operating activities	16	(122,377)	(177,215)
Cash Flows From Investing Activities			
Payments for property, plant and equipment		(1,526)	(70,248)
Net cash used in investing activities		(1,526)	(70,248)
Cash Flows From Financing Activities			
Proceeds from issues of shares		-	19,100
Proceeds from borrowings		-	(9,498)
Net cash provided by financing activities		-	9,602
Net decrease in cash held		(123,903)	(237,861)
Cash and cash equivalents at the beginning of the financial year		201,112	438,973
Cash and cash equivalents at the end of the financial year	7(a)	77,209	201,112

Notes to the Financial Statements

For the year ended 30 June 2011

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, other authoritative pronouncements of the Australian Accounting Standard Boards and the Corporations Act 2001.

Compliance with IFRS

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

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.

Financial statement presentation

The company has applied revised AASB 101 Presentation of Financial Statements which became effective on 1 January 2009. The company has elected to present all items of income and expense recognised in the period in a single statement of comprehensive income.

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

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

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

AASB 101 Presentation of Financial Statements

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

Disclosure impact

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

Notes to the Financial Statements (continued)

Note 1. Summary of Significant Accounting Policies *(continued)*

a) Basis of Preparation *(continued)*

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

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

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

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

<u>New Accounting Standards for application in future periods</u>

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

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

● *AASB 2009-12: Amendments to Australian Accounting Standards [AASBs 5, 8, 108, 110, 112, 119, 133, 137, 139, 1023 & 1031 and Interpretations 2, 4, 16, 1039 & 1052] (applicable for annual reporting periods commencing on or after 1 January 2011)*

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

<u>Economic dependency - Bendigo and Adelaide Bank Limited</u>

The company has entered into a franchise agreement with Bendigo and Adelaide Bank Limited that governs the management of the **Community Bank®** branch at Mallacoota, Victoria.

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.

Note 1. Summary of Significant Accounting Policies *(continued)*

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.

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

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

c) Income Tax

Current tax

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

Note 1. Summary of Significant Accounting Policies *(continued)*

c) Income Tax *(continued)*

<u>Deferred tax</u>

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.

<u>Current and deferred tax for the period</u>

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.

Notes to the Financial Statements (continued)

Note 1. Summary of Significant Accounting Policies *(continued)*

g) Property, Plant and Equipment

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

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

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

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

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 establishment 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

<u>Recognition and initial measurement</u>

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.

<u>Derecognition</u>

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.

Note 1. Summary of Significant Accounting Policies *(continued)*

Classification and subsequent measurement

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

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

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

Impairment

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

l) Leases

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

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

m) Provisions

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

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

n) Contributed Equity

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

o) Earnings Per Share

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

p) Goods and Services Tax

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

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

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

Note 2. Financial Risk Management

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

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

(i) Market risk

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

(ii) Price risk

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

(iii) Credit risk

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

(iv) Liquidity risk

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

(v) Cash flow and fair value interest rate risk

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

(vi) Capital management

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

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

(i) the distribution limit is the greater of:
  (a) 20% of the profit or funds of the franchisee otherwise available for distribution to shareholders in that 12 month period; and
  (b) subject to the availability of distributable profits, the relevant rate of return multiplied by the average level of share capital of the franchisee over that 12 month period; and
(ii) the relevant rate of return is equal to the weighted average interest rate on 90 day bank bills over that 12 month period plus 5%.

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 2011 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.

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.

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.

Note 4. Revenue from Ordinary Activities		**2011 $**	**2010 $**
Operating activities:			
- services commissions		211,479	149,494
Total revenue from operating activities		211,479	149,494
Non-operating activities:			
- interest received		6,166	14,641
Total revenue from non-operating activities		6,166	14,641
Total revenues from ordinary activities		217,645	164,135
Note 5. Expenses			
Depreciation of non-current assets:			
- plant and equipment		7,511	7,759
- leasehold improvements		14,570	14,570
Amortisation of non-current assets:			
- franchise agreement		2,000	2,000
- franchise renewal fee		20,000	20,000
		44,081	44,329
Note 6. Income Tax Credit			
The components of tax expense comprise:			
- Future income tax benefit attributed to losses		(42,539)	(55,782)
- Movement in deferred tax		(2,943)	(4,121)
		(45,482)	(59,903)
The prima facie tax on loss from ordinary activities before income tax is reconciled to the income tax expense as follows:			
Operating loss		(169,788)	(217,859)
Prima facie tax on loss from ordinary activities at 30%		(50,936)	(65,357)
Add tax effect of:			
- non-deductible expenses		6,600	6,600
- timing difference expenses		2,943	4,121
- other deductible expenses		(1,146)	(1,146)
		(42,539)	(55,782)
Movement in deferred tax	11	45,482	59,903
		45,482	59,903

	2011 $	2010 $
Note 7. Cash and Cash Equivalents		
Cash at bank and on hand	26,291	26,112
Term deposits	50,918	175,000
	77,209	201,112

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

Note 7.(a) Reconciliation of cash

	2011 $	2010 $
Cash at bank and on hand	26,291	26,112
Term deposits	50,918	175,000
	77,209	201,112

Note 8. Trade and Other Receivables

	2011 $	2010 $
Trade receivables	14,639	9,685
Other receivables and accruals	436	4,264
Prepayments	5,934	4,604
	21,009	18,553

Note 9. Property, Plant and Equipment

	2011 $	2010 $
Plant and equipment		
At cost	36,231	34,705
Less accumulated depreciation	(18,317)	(12,754)
	17,914	21,951
Leasehold improvements		
At cost	180,767	180,767
Less accumulated depreciation	(32,253)	(17,683)
	148,514	163,084
Motor vehicle		
At cost	13,517	13,517
Less accumulated depreciation	(5,075)	(3,127)
	8,442	10,390
Total written down amount	174,870	195,425

Note 9. Property, Plant and Equipment (continued)	2011 $	2010 $
Movements in carrying amounts:		
Plant and equipment		
Carrying amount at beginning	21,951	27,312
Additions	1,526	-
Less: depreciation expense	(5,563)	(5,361)
Carrying amount at end	17,914	21,951
Leasehold improvements		
Carrying amount at beginning	163,084	177,654
Less: depreciation expense	(14,570)	(14,570)
Carrying amount at end	148,514	163,084
Motor vehicle		
Carrying amount at beginning	10,390	12,788
Less: depreciation expense	(1,948)	(2,398)
Carrying amount at end	8,442	10,390
Total written down amount	174,870	195,425

Note 10. Intangible Assets

	2011 $	2010 $
Franchise fee		
At cost	10,000	10,000
Less: accumulated amortisation	(4,500)	(2,500)
	5,500	7,500
Establishment processing fee		
At cost	100,000	100,000
Less: accumulated amortisation	(45,000)	(25,000)
	55,000	75,000
Total written down amount	60,500	82,500

Note 11. Tax

	2011 $	2010 $
Deferred tax assets		
- accruals	-	2,400
- employee provisions	6,308	3,494
- tax losses carried forward	145,953	103,413
	152,261	109,307
Deferred tax liability		
- accruals	132	1,279
- deductible prepayments	-	1,381
	132	2,660
Net deferred tax asset	152,129	106,647
Movement in deferred tax charged to statement of comprehensive income	45,482	59,903

	2011 $	2010 $
Note 12. Trade and Other Payables		
Current:		
Trade creditors	11,811	10,269
Other creditors and accruals	5,065	2,200
Lease incentive	2,000	2,000
	18,876	14,469
Non-Current:		
Trade Creditors	4,000	6,000
	4,000	6,000

Note 13. Provisions

	2011 $	2010 $
Current:		
Provision for annual leave	13,212	10,917
Non-Current:		
Provision for long service leave	1,815	731
Number of employees at year end	3	3

Note 14. Contributed Equity

	2011 $	2010 $
821,309 Ordinary shares fully paid (2010: 821,309)	821,309	821,309
Less: equity raising expenses	(19,098)	(19,098)
	802,211	802,211

Rights attached to shares

(a) *Voting rights*

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

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

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

(b) *Dividends*

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

(c) *Transfer*

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

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

Note 14. Contributed Equity *(continued)*

Prohibited shareholding interest

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

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

- They control or own 10% or more of the shares in the company (the "10% limit").
- In the opinion of the board they do not have a close connection to the community or communities in which the company predominantly carries on business (the "close connection test").
- Where the person is a shareholder, after the transfer of shares in the company to that person the number of shareholders in the company is (or would be) lower than the base number (the "base number test"). The base number is 266. As at the date of this report, the company had 295 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.

Note 15. Accumulated Losses	**2011** **$**	**2010** **$**
Balance at the beginning of the financial year	(230,091)	(72,135)
Net loss from ordinary activities after income tax	(124,306)	(157,956)
Balance at the end of the financial year	(354,397)	(230,091)

Note 16. Statement of Cashflows

Reconciliation of loss from ordinary activities after tax to net cash used in operating activities		
Loss from ordinary activities after income tax	(124,306)	(157,956)
Non cash items:		
- depreciation	22,081	22,329
- amortisation	22,000	22,000
Changes in assets and liabilities:		
- increase in receivables	(2,456)	(3,473)
- increase in other assets	(45,482)	(60,428)
- increase/(decrease) in payables	2,407	(5,663)
-increase in provisions	3,379	5,976
Net cashflows used in operating activities	(122,377)	(177,215)

Notes to the Financial Statements (continued)

Note 17. Leases	2011 $	2010 $
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	20,000	17,496
- between 12 months and 5 years	36,666	46,656
	56,666	64,152

The property lease is a non-cancellable lease with a five-year term, with rent payable monthly in advance.

Note 18. Auditors' Remuneration

Amounts received or due and receivable by the auditor of the company for:		
- audit and review services	3,400	3,400
- share registry services	1,450	1,925
- non audit services	2,355	2,278
	7,205	7,603

Note 19. Director and Related Party Disclosures

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

John Peter Rudge

Hendrik John Arendsen

Michael Drake

Yvonne Anne Learmonth

Etienne Alexander Van Der Merwe

Geoffrey Raymond Weeks

Daniel George Dick

George Raymond Davey

Peter McKenzie Craig

Lynn Elizabeth Casement

Glenn Robert Hodges

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

Directors Shareholdings	2011	2010
John Peter Rudge	2,101	2,101
Hendrik John Arendsen	12,201	12,201
Michael Drake	10,000	10,000
Yvonne Anne Learmonth	2,101	2,101
Etienne Alexander Van Der Merwe	2,101	2,101
Geoffrey Raymond Weeks	1,101	1,101
Daniel George Dick	1,000	1,000
George Raymond Davey	500	-
Peter McKenzie Craig	5,101	5,101
Lynn Elizabeth Casement	-	-
Glenn Robert Hodges	-	-

There was no movement in directors shareholdings during the year.

Notes to the Financial Statements (continued)

Note 20. Key Management Personnel Disclosures

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

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

Note 21. Earnings Per Share

	2011	2010
	$	$
(a) Loss attributable to the ordinary equity holders of the company used in calculating earnings per share	(124,306)	(157,956)
	Number	Number
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	821,309	821,309

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.

Note 24. Segment Reporting

The economic entity operates in the service sector where it facilitates **Community Bank®** services in Mallacoota Victoria pursuant to a franchise agreement with Bendigo and Adelaide Bank Limited.

Note 25. Registered Office/Principal Place of Business

The registered office and principal place of business is:

Registered Office	Principal Place of Business
57B Maurice Avenue Mallacoota VIC 3892	57B Maurice Avenue Mallacoota VIC 3892

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					
	2011 $	2010 $	2011 $	2010 $	2011 $	2010 $	2011 $	2010 $	2011 $	2010 $	2011 %	2010 %
Financial Assets												
Cash and cash equivalents	26,238	26,012	50,918	175,000	–	–	–	–	53	100	4.87	5.29
Receivables	–	–	–	–	–	–	–	–	14,639	18,553	N/A	N/A
Financial Liabilities												
Interest bearing liabilities	–	–	–	–	–	–	–	–	–	–	0.00	0.00
Payables	–	–	–	–	–	–	–	–	11,811	12,469	N/A	N/A

Directors' Declaration

In accordance with a resolution of the directors of Mallacoota Community Enterprises 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 2011 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.

John Peter Rudge

Signed on the 25th of August 2011.

Partners in success
Chartered Accountants

Independent Auditor's Report To The Members Of Mallacoota Community Enterprises Limited

Report on the Financial Report

We have audited the accompanying financial report of Mallacoota Community Enterprises Limited which comprises the balance sheet as at 30 June 2011, 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 Accounting 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 the directors or management.

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

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

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Independent Auditor's 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 Mallacoota Community Enterprises Limited is in accordance with the Corporations Act 2011 including giving a true and fair view of the company's financial position as at 30 June 2001 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 2011. 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 Mallacoota Community Enterprises Limited for the year ended 30 June 2011, complies with section 300A of the Corporations Act 2001.

DAVID HUTCHINGS
ANDREW FREWIN & STEWART
61-65 Bull Street, Bendiogo, 3550

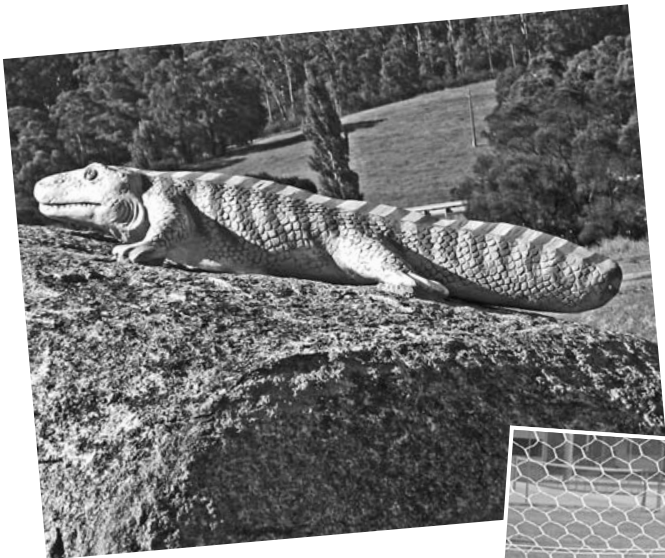
25th August 2011

Bowls Club

Thanks to a $2000 grant from our bank, the Mallacoota Inlet Bowls Club was able to purchase their new "greens groomer". The groomer is an essential aid in the care and maintenance of the club's synthetic grass greens.

A lifesaver for Mallacoota

Thanks to a $1800 contribution from our Community Bank and the local Lions Club, our doctors can now follow best practice in the treatment of cardiac patients, following the purchase of a medication called Metalyse. This medication should be given within an hour of the onset of chest pain and can now be given before transport to a far away hospital. The time saved could be the difference between life and death.



Footprints in the sand

With a grant of $800 from Mallacoota Community Bank, the Genoa Town Committee was able to commission a sculpture by local sculptor Melinda Beacham, of a tetrapod vertebrate, about 350 million years old. Footprints of this tetrapod were found in sandstone rock in the upper Genoa River gorge. The imprints were originally made in wet sand and clearly show the two sets of pairs belonging to a four limbed, self supporting animal whose feet had five digits. The life-size sculpture, mounted on a 12 tonne rock with the footprints recast at the base, has been placed in the Genoa Wayside Stop camping area.

Mallacoota Soccer Club

The Mallacoota Soccer Club has played a significant part in our community for over 35 years and involves a wide range of community members. In the current season they have 75 playing members, ranging in age from 4 to 55 years. The bank has been an active supporter of the club since our opening in early 2009 and most recently helped with the cost of supplying wind cheaters in club colours to every player.

School Breakfast Club

In the more than six years it has been operating, the popular breakfast club has always been financed by the school, out of a budget that is under ever increasing pressure. The Community bank has been pleased to help this cause by sponsoring the programme to the tune of $1000 per annum. Volunteers provide a nutritious breakfast to students before classes and the social interaction between students of all ages and teachers, in an informal environment, is very beneficial.

WW2 Bunker Museum

The Mallacoota Historical Society, operators of the WW2 Bunker Museum, were able to commission the construction of two special display cabinets, thanks to a $2000 grant from our bank. The cabinets are to house artefacts from the SS Riverina, wrecked in 1927 near Tullaberga Island. The museum, staffed solely by volunteers is a source of pride in the Mallacoota community.

Golf and Country Club

Our bank is a keen supporter of the golf club, running an annual mixed doubles competition and sponsoring a hole-in-one prize.

Mallacoota Mouth

Our Community bank is committed to the ongoing success of the school's weekly publication, the Mouth, believing it fulfills a very important role in the community, as well as being a vital news organ for the school community. The bank is pleased to sponsor the front cover as well as taking a regular half page advertisement to highlight bank news.

School chook house

Our bank has once again joined with the Lions Club by sharing the cost of erecting a very "swish" chook house at the school. Built by Lions volunteers, the chook house now has 15 residents, hatched at the school and now being cared for by the children. This is a good example of the bank being able to form partnerships within the community for the benefit of the community.

RSL

For the second year in a row the bank has funded the production of the service booklets for the annual ANZAC Day ceremony in Mallacoota.

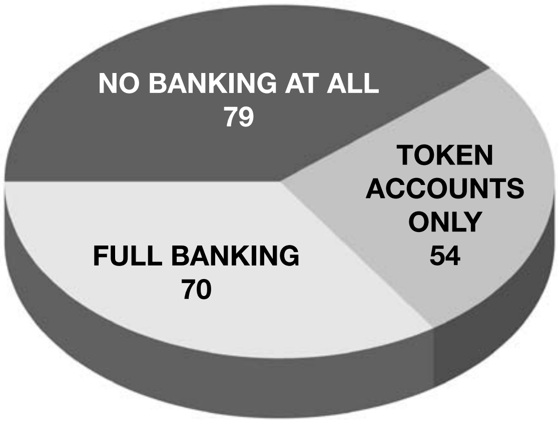
The Ban the Bulb programme

In late 2009 our Community Bank conducted a programme whereby households and businesses in the Mallacoota area had their old, incandescent light bulbs replaced, free of charge, with new energy efficient light bulbs (CFLs).

Lions Club volunteers carried out the installations in their free time, to 240 homes and 5 businesses and their club earned $2 for each bulb replaced. Greenhouse gas emissions have been reduced by 1160 tonnes per year and Mallacoota Lions raised $3910 for their efforts.

Marquee

The bank marquee, 4 metres x 4 metres in size, is getting plenty of use. It is available, free of charge, to community groups and organisations and enquiries should be made at our branch.



Shareholder Participation

The number of shareholders choosing to bank with us is increasing, an encouraging trend which needs to continue. As the pie chart shows, approximately 35% of shareholders are doing their main banking with us and 27% have token accounts. 38% have yet to do any banking with us.

Mallacoota
Community Bank® Branch

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