



# Annual Report 2017

Manningham Community  
Enterprises Limited

ABN 69 101 174 270

Doncaster East **Community Bank**<sup>®</sup> Branch  
Templestowe Village **Community Bank**<sup>®</sup> Branch

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# Chairman's report

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For year ending 30 June 2017

## Banking is our business... Community is our focus.

Our Doncaster East and Templestowe Village **Community Bank**<sup>®</sup> branches have achieved outstanding results this year despite the ever increasing competition and tightening margins in the sector.

Our approach to our community organisation partnerships has been tightened to provide greater rewards to those who also support us with their banking business and/or the banking business of their supporters/members/staff. The competition for our sponsorship dollars is ever increasing so we now have to give priority to those who give back to us. This approach has been well received and most sponsored organisations are acknowledging the need to better advocate for our Bank and are increasing their efforts to garner support.

The 2016/17 financial year has been one of very significant growth in our business volumes and an improvement in our overall profitability resulting from continuing stringent cost management as well as increasing revenue flowing from our increased business volumes.

### **Business volume**

This increased focus on reciprocity has seen our combined business volume across the two branches grow to \$373 million at 30 June 2017 which is an 11.6% increase on the 30 June 2016 figure.

The Doncaster East **Community Bank**<sup>®</sup> Branch grew by \$12 million or 4.9% whilst the Templestowe Village **Community Bank**<sup>®</sup> Branch grew by \$26.9 million or 29.8%.

The ratio of deposits to loans of 61%/39% at Doncaster East (2016: 59%/41%) and 41%/59% at Templestowe Village (2016: 45%/55%) has remained relatively consistent with last year and accentuates the different product demand in each branch and therefore the different marketing approach required to address those market needs. Overall, the ratio of deposits to loans of 55%/45% as at June 2017 has moved fairly substantially from June 2016 where the ratio was 52%/48%.

### **Financial results**

Whilst the 2016/17 year has seen a significant increase in business footings (11.6%), revenue has increased by \$296,539 or 14.3%. This increase in revenue is greater than the rate of business volume increase due to the changed deposits to loans ratio identified above. This is an indication that margins on lending are more favourable than those on deposits and therefore it provides us with further information to guide our marketing efforts.

Management of general operating expenses has been a focus again this year, however, the employment of a new Customer Relationship Manager at the Templestowe Village **Community Bank**<sup>®</sup> Branch, a full year of employment of our Consumer Engagement Consultant and a significantly increased contribution to the Community Enterprise Foundation<sup>™</sup> has meant that total operating costs have increased by \$249,857 or 13.76%. This investment into increasing our business volumes has enabled us to report a very pleasing full year Profit Before Income Tax of \$304,955, an increase of \$46,682 or 18.1% over 2015/16.

### **Community Enterprise Foundation<sup>™</sup> grants**

Our Community Enterprise Foundation<sup>™</sup> grant funding to be allocated during 2016/17 totalled \$144,494 and brought the total contribution to our local community from the Community Enterprise Foundation<sup>™</sup> to \$1.336 million.

# Chairman's report (continued)

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We were delighted to select 14 local community groups and not-for-profit organisations to receive these grants at our Community Enterprise Foundation™ presentation night to be held on 2 August 2017.

These grants will be presented to organisations supporting programs for domestic violence prevention, disability support, social responsibility, job skills, aged, youth and the disadvantaged in our community.

Directors, shareholders, staff and our customers should feel very proud of what a difference these funds are making to our Manningham community.

My thanks go to the members of the Community Enterprise Foundation™ Committee, Chairperson Carly Kluge, Jim Christie, Geoff Roberts, Paul Thompson and Chris Cahir.

## **Our staff**

Our staff have again provided our Bank with a superb first point of contact for our existing and potential customers. Their willingness to invest their time and energy into providing first class service and support for our customers, our community partners and the wider community deserves not just our acknowledgement but our sincere appreciation and thanks.

The staff have, of course been ably lead by Senior Manager, Paul Thompson and Templestowe Village **Community Bank**® Branch Manager, Chris Cahir who have shown outstanding leadership and management throughout the year. Paul and Chris have always been willing to go above and beyond to ensure that we have continued to grow our business and I would like to acknowledge these efforts on behalf of all Directors.

## **Your Board**

My sincere appreciation goes to your 2016/17 Board of Directors – Geoff Roberts (VC), Ray Barrington, Darren Bourke, Jim Christie, Rod Davitt, Chris Potter, Simon Lewis, Nicky White (Treasurer) and Victoria Paouros (Company Secretary) together with our Officers to the Board, Kat Georgakopoulos and Nick Furlong. The commitment and dedication of each and every Board member and Officer to the Board has contributed significantly to the past success of MCEL and will provide the platform for the future success of your company.

During the year we saw the retirement of Daryl Brown from the Board after many years of committed service. Daryl's dedication to the Board, the company and our local Manningham community has been outstanding and is to be applauded and acknowledged by all of us.

We also saw the resignation from the Board of Catherine Ainsworth who worked tirelessly on our Human Resources and Governance Committees and her expertise, professionalism and commitment to the Company is greatly appreciated by all Directors.

## **Marketing & Sponsorship Committee**

The Marketing and Sponsorship Committee of Carly Kluge, Darren Bourke, Ray Barrington, Kat Georgakopoulos, Nick Furlong, Paul Thompson, Chris Cahir and Lisa Jones and lead by Geoff Roberts has worked extremely hard on many new initiatives and ongoing engagement with our community partners to maximise our impact within our existing support base but also in the general community.

With the help of Carly Kluge's expertise we have had an increased presence in the Collaborative Marketing group and as a result we will be better able to influence the spending of the Collaborative marketing dollar and will ensure that we receive better bang for our buck.

The 2017/18 financial year will see a greater emphasis on marketing to the Chinese community to optimize the return that our new Customer Relationship Manager, Ming Fu is able to achieve.



# Chairman's report (continued)

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## **Human Resources Committee**

The Human Resources Committee of Nicky White, Geoff Roberts, Ray Barrington and Paul Thompson and lead by Simon Lewis has continued to focus on developing and supporting our people whilst also ensuring that the fundamentals of up to date policies and practices have been part of the continuous improvement strategy of the company.

I would like to acknowledge the work of the HR Committee, the leadership of Simon Lewis and the commitment of our Managers to work co-operatively to solve problems whilst also focusing on business development.

## **Governance Committee**

The Governance Committee worked hard during the year to prepare for the development of the 2017-2020 Strategic Plan subsequent to a review of the 2012-2017 Plan. This review was conducted to ensure that we had achieved all that we had planned to achieve and if not, to ensure that we understood the status of all outstanding matters so that they could be carried forward to the 2017-2020 Plan.

The 2017-2020 Plan was approved by the Board and will form the basis for the ongoing direction of the company.

The Committee Chair was Rod Davitt and he was ably supported by Jim Christie, Chris Potter and Nick Furlong.

## **Finance Committee**

Under the leadership of Geoff Roberts, the Finance Committee has worked to ensure that our Treasurer has been supported in her task of providing timely and accurate financial information to the Board. The rigour applied to the budgeting process has also ensured that the Board is receiving monthly variance reporting based on an ever-improving budget integrity which enhances the validity of financial analysis.

Thanks must go to Chair, Geoff Roberts, Nicky White (Treasurer), Jim Christie, Rod Davitt and Paul Thompson. The work this committee does and the provision of timely financial reports is critical to the good governance of the business.

## **Youth Engagement Committee**

This year we took the decision based on a recommendation from the Youth Engagement Committee, to discontinue the Junior Observer Program and refocus the efforts of this committee into our local secondary schools and other youth services providers.

Work has commenced with a number of schools including Templestowe College, East Doncaster Secondary College, Whitefriars College and Doncaster Secondary College as well as the Manningham YMCA, to identify opportunities for the development of youth in those organisations and to work on local community programs jointly with them.

The committee, lead by Kat Georgakopoulos and supported by Simon Lewis, Victoria Paouros, Nick Furlong and Carly Kluge are to be acknowledged for their commitment and involvement in this developing aspect of our business.

## **The coming year**

The past year has seen us grow our business volume significantly in a very competitive market with a change to our Deposit to Loans ratio that leaves us better placed to minimize any negative impact that may have been expected from the implementation of a Funds Transfer Pricing model of income calculation, which was initially expected to reduce our income in the short term. It would now appear that this changed income model may have little impact either positive or negative on our income line.

Bendigo Bank has commenced the process of renewal of our Franchise Agreement with them and we expect to be in a position to sign the renewal ahead of the deadline time of March 2018.

## Chairman's report (continued)

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The employment of Ming Fu as a Customer Relationship Manager at the Templestowe Village Branch and the continuing great work of Carly Kluge as our Community Engagement Consultant together with the further development of our staff to be 'sales' focused, leaves us well structured as a company to continue to increase our business volumes. A greater emphasis on the need for our community partners to reciprocate our support with their increasing support for us will also ensure that we maximise our return from those organisations that rely on us for funding.

In addition, we have a Board that is committed to growth and good governance so that everything we do is aimed at ensuring that we increase our bottom line and as a consequence the return that we give to our Shareholders and our local community.

I ask that you all become 'disciples' of your Bank because it is through business growth that we provide a return to shareholders and to the local community. Finally, I want to acknowledge all of my fellow Board members as it is their hard work, enthusiasm, commitment and professionalism that makes being a part of this amazing banking model so rewarding and such a success.



**Ian Goldsmith**  
**Chairman**

# Senior Manager's report

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For year ending 30 June 2017

The 2016/17 financial year has seen the Doncaster East **Community Bank**<sup>®</sup> Branch continue to record solid growth.

The total business volume of \$255.2 million as at 30 June 2017 was generated from 3,994 customers which is remarkable evidence of the support we receive from our community.

The year's growth of \$11.6 million is also most pleasing given the strong and competitive market in which we trade.

I would like to acknowledge the support and hard work of the Doncaster East Branch team of Lisa Jones, Cathy Dole, Kerry Parkes, Tina O'Shea, Maria Roiniotis and Elise Chan. To most customers the staff are the face of their **Community Bank**<sup>®</sup> Branch and to be continually greeted by both name and a friendly face that can provide courteous and professional service is a key element of the success of our branch.

Our Board of Directors is to be congratulated on their efforts to run a successful business. With the demands associated with operating two bank branches, in addition to their own lives and work pressures, we have had some memorable times supporting our local community this year and I have no doubt there will be many more in the future.

The upcoming year will provide challenges as the competition increases within the banking environment, however I am confident that with the support of our shareholders and customers, together with the advocacy of our Community Partners who continue to spread the word, our business will continue to thrive.

The success of the **Community Bank**<sup>®</sup> network has seen other institutions trying to align themselves to the community, however only one bank truly believes that successful customers, equals successful communities which in turn equals a successful bank.

Please continue to play your part by spreading the word about the very personal and professional banking service provided by your **Community Bank**<sup>®</sup> branch, and in doing so, this will ensure that your branch continues to grow and that our commitment and contribution to our local community will continue to grow.



**Paul Thompson**  
**Senior Manager**

# Templestowe Village Manager's report

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For year ending 30 June 2017

The Templestowe Village **Community Bank**<sup>®</sup> Branch is now in its eighth year of operation. Happily, eight is a lucky number for us as it has been, by a long way, our most successful year to date, from both an income and balance sheet perspective. The branch has seen its first year of profitability since opening, and did so in convincing fashion, as outlined in the financial reports. It has been a long journey to get to this point and having now 'broken through' this financial milestone we look forward to continuing the growth and performance of the branch.

The **Community Bank**<sup>®</sup> model and message is meaningless if it is not delivered by people who are passionate about what they do and have a genuine desire to make a difference. To this end I would like to thank our Branch staff, Michelle Ellard, Lauren Bagala and Kim Nihill, for their efforts this year in helping the branch to grow and maintain our position as an important part of the local community. In January this year, we welcomed a new staff member to the team, Ming Fu, who is a Customer Relationship Manager focussing on growing our home loan book. Ming has made a great start and we look forward to his continued contribution to the performance of the branch.

With over 30% Balance Sheet growth for the financial year, the branch is really starting to make inroads into the Manningham market. As our two branches look to grow our share of the banking in Manningham to 4, 5, 6% and beyond, we call on our shareholders and existing customers to continue to advocate for the difference we make in the local area and the positive impact that people can have in the community through banking with Doncaster East & Templestowe Village **Community Bank**<sup>®</sup> branches.

As always, thanks to the Board and Senior Manager, Paul Thompson, for their continued support of the Templestowe Village **Community Bank**<sup>®</sup> Branch, our community partners for promoting our products and services and most importantly our customers whom we engage with on a daily basis. The more we grow, the greater our community input, tell your friends!



**Chris Cahir**  
**Branch Manager**



# Directors' report

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For the financial year ended 30 June 2017

Your directors submit the financial statements of the company for the financial year ended 30 June 2017.

## Directors

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

### **Ian Graham Goldsmith**

Chairman

Occupation: Chief Executive Officer

Ian has over 40 years experience in the hospital, aged care, ambulance and health insurance sectors in senior executive positions. He is a Certified Practising Accountant (CPA) and is currently Chief Executive Officer of Edith Bendall Lodge Aged Care in Pascoe Vale. Ian is also Treasurer of the board of Mayfield Education, a private not for profit vocational education provider for the health and community services sector and he is also Treasurer of the Board of the Rotary Club of Manningham and a very active member of Rotary. He is also a Board member of Art Building Children's Dreams (Australia) Inc.

Special Responsibilities: Chair of the Board, Member of the Community Enterprise Foundation Committee and Ex-Officio member of six other Board Committees.

Interest in shares: 12,500

### **Geoffrey Bruce Roberts**

Vice-Chairman

Occupation: Consultant/Investor

Geoff has had over thirty five years of experience in the manufacturing, distribution, clothing and footwear industries having worked as a Senior Marketing Executive with the McPherson Group of companies, Director and CEO roles with the Yakka Group and more recently with Oliver Footwear. Whilst in these roles also, he sat on many Industry boards. He has significant community involvement with his work with Rotary International. His qualifications include a Graduate Diploma of Business studies and he has attended many professional development programs over the years.

Special Responsibilities: Vice-Chairman, Marketing Committee Chair, Finance Committee Chair, Human Resources Committee and CEF Committee

Interest in shares: 5,000

### **Nicola Christine White**

Treasurer

Occupation: Bookkeeper

Nicky and her family moved from South Africa to Australia at the end of 1997. She has been a resident of Manningham since her arrival in Australia. She has worked as a bookkeeper within the **Community Bank**<sup>®</sup> network for many years. Nicky is a registered BAS Agent and has a Certificate IV in bookkeeping.

Special Responsibilities: Treasurer, Finance Committee and Human Resources Committee.

Interest in shares: Nil

# Directors' report (continued)

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## Directors (continued)

### **James Douglas Christie RFD**

Director

Occupation: Business Consultant

James brings a wealth of experience from his former career as a senior executive in the retail-banking sector, both in Australia and overseas. James also served as a Lieutenant Colonel in the Australian Army Reserve. He also worked in the NFP sector. He currently works as a consultant to Bendigo and Adelaide Bank Limited mentoring **Community Bank**<sup>®</sup> companies. He has served as an elected member of the **Community Bank**<sup>®</sup> Strategic Advisory Board (now known as National Council) and is also currently a Director of Principled Mortgage Investments Limited. He is a Member of the Australian Institute of Company Directors and a former Fellow of both the Australian Institute of Banking and Finance and the Australian Institute of Management.

Special Responsibilities: Governance Committee and Finance Committee

Interest in shares: 25,001

### **Raymond Bruce Barrington**

Director

Occupation: Retired

Raymond has had 10 years banking and finance experience in ES&A and ANZ Bank. He has a wealth of experience in small business having run the family business for 20 years. He has been a board member of the Manningham Centre for the past two years.

Special Responsibilities: Human Resources Committee, Marketing Committee and Premises Committee.

Interest in shares: 7,001

### **Darren William Bourke**

Director

Occupation: General Manager - Concept Logistics Interstate Transport

Darren has nearly 30 years experience in the transport industry having held senior Management positions with Concord Park Transport, Toll Express, Silk Logistics Group WA Freight division as National Account & Operations Manager Print Media division and currently is employed with Concept Logistics Interstate Transport as General Manager. Darren has always been an active member within the City of Manningham and has held the role of club President for the past eight years at East Doncaster Cricket Club and was recently awarded the Manningham Citizen of the year for 2013. Over the past five years Darren has created a number of vital Community relationships within Manningham with Doncare, Onemda & Bulleen Heights Special Schools where he has engaged the community and provided much needed support to these organisations.

Special Responsibilities: Marketing Committee

Interest in shares: Nil

### **Colin Roderick Davitt**

Director

Occupation: Business Consultant

Rod brings extensive experience across a range of industries and specific finance experience gained in Australia and Asia with a range of blue chip banking and insurance companies. Rod's skill base includes corporate governance, accounting, business and strategic planning and risk management gained through current board roles, formal qualifications and more than 30 years working with leading Australian and international organisations. He holds degrees in Business (Accounting) and Economics, is a Fellow of CPA Australia (FCPA) and a graduate member of the Australian Institute of Company Directors (GAICD).

Special Responsibilities: Finance Committee and Chair of Governance Committee

Interest in shares: Nil

# Directors' report (continued)

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## Directors (continued)

### **Victoria George Paouros**

Company Secretary (Appointed 25 August 2016)

Occupation: Law student

Victoria was elected MCEL Company Secretary on 14 November 2013 after having served a period as Minute Secretary from August 2012. Victoria was one of the Board's inaugural Junior Observers in 2009 and is currently working towards her LLB (Hons) and an Advanced Diploma of Management (Human Resources). She has also completed a number of training courses since joining the Board, including a Diploma of Business, Certificate IV in Training and Education, Certificate in Governance Practice as well as 'Finance for Directors' and 'Understanding the Role of Company Secretary' courses.

Special Responsibilities: Company Secretary and Youth Engagement Committee

Interest in shares: Nil

### **Christopher Potter**

Director (Appointed 23 March 2017)

Occupation: Director of Community Programs

Chris is currently a Director of Community Programs for Manningham City Council, a position he has held for four years. Prior to this Chris was Chief Executive of Knox Community Health Service. Prior to migrating to Australia in 2005, Chris held senior positions in the National Health Service in the UK including Finance Director and Chief Executive. Chris was a Past President and Assistant Governor of Rotary in Australia and a Trustee of a charity in the UK, Promise Dreams for Terminally and seriously ill children. Chris is also a Board Governor for the Windermere Foundation.

Special Responsibilities: Governance Committee

Interest in shares: Nil

### **Simon David Lewis**

Director (Appointed 23 March 2017)

Occupation: Chief Executive Officer

As the Chief Executive Officer of Onemda, Simon has developed extensive experience and knowledge in the disability sector for over 18 years through a wide variety of leadership roles in the areas of intellectual disability, mental health, physical impairment and acquired brain injury. He commenced at Onemda in 2000 and his career has had a focus on community development, with many roles focussing on forging partnerships, relationships and opportunities with communities, governments and local enterprise to raise awareness and to enhance the valued status of people with a disability. In 2015, Simon was awarded with the Winston Churchill Fellowship Award which enabled him to undertake a study tour to Canada, USA and Peru. Simon has a Post Graduate Diploma in Leadership Studies (Disability) and has held roles on a range of local and regional committees and advisory groups.

Special Responsibilities: Human Resources Committee Chair and Youth Engagement Committee

Interest in shares: Nil

### **Daryl Lindsay George Brown**

Director (Resigned 25 May 2017)

Occupation: Accountant/Taxation Agent

Daryl has been in the finance industry all his working life. His experience includes corporate management in the manufacturing industry as well as having his own Public Accounting Practice specializing in Small Business Development. The practice has been operating for 32 years. He is a Certified Practising Accountant, is a Director of a number of private companies and sits on the Board of a number of not-for-profit organisations. Daryl is very community minded and has been involved in many community projects through his Church, the Rotary Club of Manningham and MCEL. He is chairman of MCEL Special Projects Committee.

Special Responsibilities: Special Projects Committee

Interest in shares: 8000

# Directors' report (continued)

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## Directors (continued)

### **Catherine Grace Victoria Ainsworth**

Director (Resigned 10 November 2016)

Occupation: CEO and Company Director

An experienced senior executive and Non-Executive Director with a demonstrated capacity to reshape businesses, develop commercial partnerships, lead complex organisations and deliver major projects in agribusiness and biotechnology in both the public and private sectors. Specific expertise includes strategic planning, marketing and corporate communication, stakeholder management and business development. Currently a Non-Executive Director on 4 boards and have served on 12 other boards as a Director and/or Committee Chair (Infrastructure, Governance and Risk). In an executive capacity, have been COO of an organisation of 400 staff with an annual budget of \$50m. Have an MBA and have completed the AICD's Company Director's Course and "Mastering the Boardroom".

Special Responsibilities: Former Chair of Human Resources Committee and former member of Governance Committee.

Interest in shares: Nil

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 since her election to the position on 14 November 2013, is Victoria George Paouros.

## **Principal Activities**

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

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

## **Operating results**

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

<b>Year ended 30 June 2017</b>	<b>Year ended 30 June 2016</b>
<b>\$</b>	<b>\$</b>
218,242	181,751

## **Operating and financial review**

As with the previous two fiscal years, market conditions have remained largely unchanged and continued to be challenging throughout 2016/17. Despite these conditions, the company had another growth year, increasing its Operating Result from \$258,273 to \$304,955 (18.07%). Revenue also grew at a similar rate, increasing from \$2,075m to \$2,371m driven by significantly improved margin income.

Total Expenses, including charitable donations, sponsorships, advertising and promotions increased by \$249,857 or 13.7%, the main contributor being the cost of a full year marketing consultant and Community Grants which increased by \$94,678.

Combined Business Volume across the two branches increased by \$39m to \$373m or 11.6%. The lending to deposit ratio remained the same as previous year at 45:55.

The company's Total Assets increased by \$75,290 or 5.6% with Cash on Hand increasing from \$782,189 to \$841,491 or 7.6%. Total Liabilities showed minor movements. Equity increased from \$1,074m to \$1,162m, an increase of 8.3%. The company paid a unfranked dividend of 6 cents per share.

# Directors' report (continued)

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## **Operating and financial review (continued)**

### Drivers of Performance and Business strategies

The positive results achieved in 2016/17 have been driven mainly by significant increases in both deposits and lending resulting in a 14.3% increase in total Gross Income. This was achieved in a highly competitive and challenging market. The company has increased its community grants and sponsorships and continues its strong presence in the community.

Partners such as Onemda, Doncare, EDVOS (Eastern Domestic Violence Services) and numerous local sporting and community organisations have benefited from contributions from the relationship.

## **Remuneration report**

### Remuneration Policy

The remuneration policy of Manningham Community Enterprise Limited has been designed to align key management personnel objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives based on key performance areas affecting the company's financial results. The Board believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best key management personnel to run and manage the company, as well as create goal congruence between directors, executives and shareholders.

### Key Management Personnel Remuneration Policy

Key management personnel receive a base salary, superannuation and performance incentives.

The performance of key management personnel is measured against criteria agreed annually with each executive and is based predominantly on the forecast growth of the company's profits and shareholders' value. All bonuses and incentives must be linked to predetermined performance criteria. The Board may, however, exercise its discretion in relation to approving incentives, bonuses and options, and can recommend changes to the board's recommendations. Any changes must be justified by reference to measurable performance criteria. The policy is designed to attract the highest calibre of executives and reward them for performance results leading to long-term growth in shareholder wealth.

Key management personnel also receive a superannuation guarantee contribution required by the government, which is currently 9.5%, and do not receive any other retirement benefits. Some individuals, however, have chosen to sacrifice part of their salary to increase payments towards superannuation.

The contracts for service between the company and key management personnel are on a continuing basis, the terms of which are not expected to change in the immediate future. Upon retirement key management personnel are paid employee benefit entitlements accrued to date of retirement.

Employment agreements were entered into with key management personnel.

### Remuneration Structure

All directors are independent non-executive Directors and are paid Directors' fees as disclosed below.

Non-executive director remuneration policy:

The Board's policy is to remunerate non-executive directors at market rates for time, commitment and responsibilities. The Board determines payments to the non-executive directors and regularly reviews the amount of fees paid, based on market practices, duties and accountability.

The maximum aggregate amount of fees that can be paid to non-executive Directors requires approval by shareholders as required by the Corporations Act 2001 and NSX listing rules.

Fees for non-executive Directors are not linked to the performance of the Company.

# Directors' report (continued)

## Remuneration report (continued)

### Performance based remuneration

The Company does not pay performance based remuneration to any Director.

The following table shows the gross revenue, profits and dividends for the last 6 years for the entity, as well as the share prices at the end of the respective financial years. Analysis of the actual figures shows excellent growth in revenue, increased payments to community groups and projects as well as consistent returns to shareholders.

	2017	2016	2015	2014	2013	2012
Revenue	2,371,207	2,074,668	1,977,970	2,011,655	2,126,374	2,053,008
Net profit	218,242	181,751	131,200	48,994	181,918	34,122
Share price at year end	0.60	0.60	0.65	0.70	0.90	0.90
Net dividend paid	129,628	129,628	151,232	194,441	194,441	172,837

### Directors' remuneration

For the year ended 30 June 2017 the directors received total remuneration including superannuation, as follows:

	\$
Ian Graham Goldsmith	7,000
Geoffrey Bruce Roberts	4,770
Nicola Christine White	4,770
James Douglas Christie RFD	4,770
Raymond Bruce Barrington	4,770
Darren William Bourke	4,770
Colin Roderick Davitt	4,770
Victoria George Paouros (Appointed 25 August 2016)	4,770
Christopher Potter (Appointed 23 March 2017)	-
Simon David Lewis (Appointed 23 March 2017)	-
Daryl Lindsay George Brown (Resigned 25 May 2017)	4,770
Catherine Grace Victoria Ainsworth (Resigned 10 November 2016)	4,770
	<b>49,930</b>

### Transactions with directors

Nicola Christine White performed bookkeeping services to the value of \$11,880 (2016: \$11,880).

Victoria George Paouros performed Company Secretarial services to the value of \$9,007 (2016: \$Nil).



# Directors' report (continued)

## Remuneration report (continued)

### Details of any transactions with directors

Directors' shareholdings	Balance at start of the year	Changes during the year	Balance at end of the year
Ian Graham Goldsmith	12,500	-	12,500
Geoffrey Bruce Roberts	5,000	-	5,000
Nicola Christine White	-	-	-
James Douglas Christie RFD	25,001	-	25,001
Raymond Bruce Barrington	7,001	-	7,001
Darren William Bourke	-	-	-
Colin Roderick Davitt	-	-	-
Victoria George Paouros (Appointed 25 August 2016)	-	-	-
Christopher Potter (Appointed 23 March 2017)	-	-	-
Simon David Lewis (Appointed 23 March 2017)	-	-	-
Daryl Lindsay George Brown (Resigned 25 May 2017)	8,000	-	8,000
Catherine Grace Victoria Ainsworth (Resigned 10 November 2016)	-	-	-

### Community Bank® Directors' Privileges Package

The board has adopted the **Community Bank®** Directors' Privileges Package. The package is available to all directors, who can elect to avail themselves of the benefits based on their personal banking with the **Community Bank®** branches at Doncaster East and Templestowe. There is no requirement to own BEN shares and there is no qualification period to qualify to utilise the benefits. The package mirrors the benefits currently available to Bendigo and Adelaide Bank Limited shareholders. The total benefits received by the directors from the Directors' Privilege Package are \$304 for the year ended 30 June 2017 (2016: \$nil).

### Dividends

	Year ended 30 June 2017	
	Cents	\$
Dividends paid in the year	6	129,628

### Significant changes in the state of affairs

In the opinion of the directors there were no significant changes in the state of affairs of the company that occurred during the financial year under review not otherwise disclosed in this report or the financial statements.

### Events since the end of the financial year

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

### Likely developments

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

# Directors' report (continued)

## Environmental regulation

The company is not subject to any significant environmental regulation.

## Indemnification and insurance of directors and officers

The company has indemnified all directors and the managers in respect of liabilities to other persons (other than the company or related body corporate) that may arise from their position as directors or managers 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							
			Finance		Human Resources		Marketing & Sponsorship		Governance	
	A	B	A	B	A	B	A	B	A	B
Ian Graham Goldsmith	11	10	3	3	4	2	11	4	6	5
Geoffrey Bruce Roberts	11	9	3	3	4	1	11	10	-	-
Nicola Christine White	11	10	3	3	4	3	-	-	-	-
James Douglas Christie RFD	11	10	3	3	-	-	-	-	6	5
Raymond Bruce Barrington	11	9	-	-	4	3	11	7	-	-
Darren William Bourke	11	7	-	-	-	-	11	4	-	-
Colin Roderick Davitt	11	10	3	3	-	-	11	3	6	6
Victoria George Paouros *	10	8	-	-	-	-	-	-	-	-
Christopher Potter **	4	2	-	-	-	-	-	-	4	3
Simon David Lewis **	4	4	-	-	2	2	-	-	-	-
Daryl Lindsay George Brown ***	10	7	-	-	-	-	-	-	-	-
Catherine Grace Victoria Ainsworth ****	4	3	-	-	2	2	-	-	2	1

A - eligible to attend

B - number attended

\* - (Appointed 25 August 2016)

\*\* - (Appointed 23 March 2017)

\*\*\* - (Resigned 25 May 2017)

\*\*\*\* - (Resigned 10 November 2016)

## Proceedings on behalf of the company

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

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

# Directors' report (continued)

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

## **Auditor's independence declaration**

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 17.

Signed in accordance with a resolution of the board of directors at Doncaster East, Victoria on 10 September 2017.



**Ian Graham Goldsmith,**  
**Chairman**

# Auditor's independence declaration

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

As lead auditor for the audit of Manningham Community Enterprises Limited for the year ended 30 June 2017, I declare that, to the best of my knowledge and belief, there have been:

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

**Andrew Frewin Stewart**  
61 Bull Street, Bendigo Vic 3550  
Dated: 10 September 2017

**David Hutchings**  
Lead Auditor

# Financial statements

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## Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2017

	Notes	2017 \$	2016 \$
Revenue from ordinary activities	4	2,371,207	2,074,668
Employee benefits expense		(968,287)	(906,118)
Charitable donations, sponsorship, advertising and promotion		(453,322)	(279,580)
Occupancy and associated costs		(273,282)	(272,839)
Systems costs		(60,558)	(67,706)
Depreciation and amortisation expense	5	(60,718)	(61,094)
Finance costs	5	(65)	(44)
General administration expenses		(250,020)	(229,014)
<b>Profit before income tax expense</b>		<b>304,955</b>	<b>258,273</b>
Income tax expense	6	(86,713)	(76,522)
<b>Profit after income tax expense</b>		<b>218,242</b>	<b>181,751</b>
<b>Total comprehensive income for the year attributable to the ordinary shareholders of the company:</b>		<b>218,242</b>	<b>181,751</b>
<b>Earnings per share</b>		<b>¢</b>	<b>¢</b>
Basic earnings per share	22	10.10	8.41

The accompanying notes form part of these financial statements.

# Financial statements (continued)

## Balance Sheet as at 30 June 2017

	Notes	2017 \$	2016 \$
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	7	841,491	782,189
Trade and other receivables	8	215,673	194,327
<b>Total Current Assets</b>		<b>1,057,164</b>	<b>976,516</b>
<b>Non-Current Assets</b>			
Property, plant and equipment	9	326,332	291,535
Financial assets	10	-	10,000
Intangible assets	11	19,037	44,418
Deferred tax asset	12	15,146	19,920
<b>Total Non-Current Assets</b>		<b>360,515</b>	<b>365,873</b>
<b>Total Assets</b>		<b>1,417,679</b>	<b>1,342,389</b>
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Current tax liabilities	12	29,654	57,615
Trade and other payables	13	119,767	105,804
Provisions	14	78,535	93,286
<b>Total Current Liabilities</b>		<b>227,956</b>	<b>256,705</b>
<b>Non-Current Liabilities</b>			
Provisions	14	27,249	11,824
<b>Total Non-Current Liabilities</b>		<b>27,249</b>	<b>11,824</b>
<b>Total Liabilities</b>		<b>255,205</b>	<b>268,529</b>
<b>Net Assets</b>		<b>1,162,474</b>	<b>1,073,860</b>
<b>Equity</b>			
Issued capital	15	1,138,759	1,138,759
Retained earnings/(Accumulated losses)	16	23,715	(64,899)
<b>Total Equity</b>		<b>1,162,474</b>	<b>1,073,860</b>

The accompanying notes form part of these financial statements.



## Financial statements (continued)

### Statement of Changes in Equity for the year ended 30 June 2017

	Issued capital \$	Retained earnings/ (Accumulated Losses) \$	Total equity \$
<b>Balance at 1 July 2015</b>	<b>1,138,759</b>	<b>(117,022)</b>	<b>1,021,737</b>
Total comprehensive income for the year	-	181,751	181,751
<b>Transactions with owners in their capacity as owners:</b>			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	(129,628)	(129,628)
<b>Balance at 30 June 2016</b>	<b>1,138,759</b>	<b>(64,899)</b>	<b>1,073,860</b>
<b>Balance at 1 July 2016</b>	<b>1,138,759</b>	<b>(64,899)</b>	<b>1,073,860</b>
Total comprehensive income for the year	-	218,242	218,242
<b>Transactions with owners in their capacity as owners:</b>			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	(129,628)	(129,628)
<b>Balance at 30 June 2017</b>	<b>1,138,759</b>	<b>23,715</b>	<b>1,162,474</b>

The accompanying notes form part of these financial statements.

# Financial statements (continued)

## Statement of Cash Flows for the year ended 30 June 2017

	Notes	2017 \$	2016 \$
<b>Cash flows from operating activities</b>			
Receipts from customers		2,566,341	2,217,561
Payments to suppliers and employees		(2,218,497)	(1,983,668)
Interest received		11,185	11,309
Interest paid		(65)	(44)
Income taxes paid		(109,900)	(17,453)
<b>Net cash provided by operating activities</b>	<b>17</b>	<b>249,064</b>	<b>227,705</b>
<b>Cash flows from investing activities</b>			
Payments for property, plant and equipment		(70,134)	(2,660)
Loans repaid		10,000	-
<b>Net cash used in investing activities</b>		<b>(60,134)</b>	<b>(2,660)</b>
<b>Cash flows from financing activities</b>			
Dividends paid		(129,628)	(129,628)
<b>Net cash used in financing activities</b>		<b>(129,628)</b>	<b>(129,628)</b>
<b>Net increase in cash held</b>		<b>59,302</b>	<b>95,417</b>
Cash and cash equivalents at the beginning of the financial year		782,189	686,772
<b>Cash and cash equivalents at the end of the financial year</b>	<b>7(a)</b>	<b>841,491</b>	<b>782,189</b>

The accompanying notes form part of these financial statements.

# Notes to the financial statements

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For year ended 30 June 2017

## 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 Standards Board 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.

#### Application of new and amended accounting standards

There are a number of amendments to accounting standards issued by the Australian Accounting Standards Board (AASB) that became mandatorily effective for accounting periods beginning on or after 1 July 2016, and are therefore relevant for the current financial year.

None of these amendments to accounting standards issued by the Australian Accounting Standards Board (AASB) materially affected any of the amounts recognised in the current period or any prior period and are not likely to affect future periods.

There are also a number of accounting standards and interpretations issued by the Australian Accounting Standards Board (AASB) that become effective in future accounting periods.

The company has elected not to apply any accounting standards or interpretations before their mandatory operative date for the annual reporting period beginning 1 July 2016. These future accounting standards and interpretations therefore have no impact on amounts recognised in the current period or any prior period.

Only AASB 16 Leases, effective for the annual reporting period beginning on or after 1 January 2019 is likely to impact the company. This revised standard will require the branch leases to be capitalised.

#### 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**<sup>®</sup> branches at Doncaster East and Templestowe, Victoria.

# Notes to the financial statements (continued)

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

### a) Basis of preparation (continued)

#### Economic dependency - Bendigo and Adelaide Bank Limited (continued)

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

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

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

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

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

- design, layout and fit out of the **Community Bank**<sup>®</sup> branches
- training for the branch managers and other employees in banking, management systems and interface protocol
- methods and procedures for the sale of products and provision of services
- security and cash logistic controls
- calculation of company revenue and payment of many operating and administrative expenses
- the formulation and implementation of advertising and promotional programs
- sales techniques and proper customer relations.

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

### b) Revenue

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

#### Revenue calculation

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

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

# Notes to the financial statements (continued)

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

### **b) Revenue (continued)**

#### Core banking products

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

#### Margin

Margin is arrived at through the following calculation:

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

Note: In very simplified terms, currently, deposit return means the interest Bendigo and Adelaide Bank Limited gets when it invests the money the customer deposits with it. The cost of funds means the interest Bendigo and Adelaide Bank Limited pays when it borrows the money to give a customer a loan.

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

Products and services on which margin is paid include variable rate deposits and variable rate home loans.

#### Commission

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

#### Fee income

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

#### Discretionary financial contributions

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

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

It is for the board to decide how to use the MDF.

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

#### Ability to change financial return

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

# Notes to the financial statements (continued)

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

### **b) Revenue (continued)**

#### Ability to change financial return (continued)

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

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

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

#### Monitoring and changing financial return

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

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

### **c) Income tax**

#### Current tax

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

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## 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 Profit or Loss and Other Comprehensive Income, except when it relates to items credited or debited to equity, in which case the deferred tax is also recognised directly in equity, or where it arises from initial accounting for a business combination, in which case it is taken into account in the determination of goodwill or 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 are reviewed at the end of each annual reporting period.

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

- leasehold improvements            40 years
- plant and equipment                2.5 - 40 years
- motor vehicle                         3 - 5 years

# Notes to the financial statements (continued)

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

### **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.

#### 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 Profit or Loss and Other Comprehensive Income.

# Notes to the financial statements (continued)

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

### **l) Leases**

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

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

### **m) Provisions**

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

# Notes to the financial statements (continued)

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## Note 2. Financial risk management (continued)

### (i) Market risk

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

### (ii) Price risk

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

### (iii) Credit risk

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

### (iv) Liquidity risk

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

### (v) Cash flow and fair value interest rate risk

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

### (vi) Capital management

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

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

The distribution limit is the greater of:

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

The board is managing the growth of the business in line with this requirement. There are no other externally imposed capital requirements, although the nature of the company is such that amounts will be paid in the form of charitable donations and sponsorship. Charitable donations and sponsorship paid for the year ended 30 June 2017 can be seen in the Statement of Profit or Loss and Other Comprehensive Income.

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

## 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.

# Notes to the financial statements (continued)

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

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

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

### Taxation

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

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

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

### Estimation of useful lives of assets

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

### Impairment of assets

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

## Notes to the financial statements (continued)

	2017 \$	2016 \$
<b>Note 4. Revenue from ordinary activities</b>		
Operating activities:		
- gross margin	1,750,212	1,434,861
- services commissions	446,867	402,207
- fee income	124,013	126,218
- market development fund	37,500	100,000
<b>Total revenue from operating activities</b>	<b>2,358,592</b>	<b>2,063,286</b>
Non-operating activities:		
- interest received	11,462	11,382
- other income	1,153	-
<b>Total revenue from non-operating activities</b>	<b>12,615</b>	<b>11,382</b>
<b>Total revenues from ordinary activities</b>	<b>2,371,207</b>	<b>2,074,668</b>

## Note 5. Expenses

Depreciation of non-current assets:

- plant and equipment	6,926	9,593
- leasehold improvements	15,807	18,706
- motor vehicle	12,604	7,414

Amortisation of non-current assets:

- franchise agreement	4,614	4,614
- franchise renewal fee	20,767	20,767
	<b>60,718</b>	<b>61,094</b>

Finance costs:

<b>- interest paid</b>	<b>65</b>	<b>44</b>
<b>Bad debts</b>	<b>1,675</b>	<b>990</b>

## Note 6. Income tax expense

The components of tax expense comprise:

- Current tax	81,938	72,974
- Movement in deferred tax	4,775	10,612
- Adjustment to deferred tax to reflect change to tax rate in future periods	-	726
- Under/(Over) provision of tax in the prior period	-	(7,790)
	<b>86,713</b>	<b>76,522</b>

## Notes to the financial statements (continued)

	2017 \$	2016 \$
Note 6. Income tax expense (continued)		
The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows:		
Operating profit	304,955	258,273
Prima facie tax on profit from ordinary activities at 27.5% (2016: 28.5%)	83,862	73,607
Add tax effect of:		
- non-deductible expenses	2,851	2,579
- timing difference expenses	(4,775)	(3,212)
	<b>81,938</b>	<b>72,974</b>
Movement in deferred tax	4,775	10,612
Adjustment to deferred tax to reflect change of tax rate in future periods	-	726
Under/(Over) provision of income tax in the prior year	-	(7,790)
	<b>86,713</b>	<b>76,522</b>

## Note 7. Cash and cash equivalents

Cash at bank and on hand	438,299	388,438
Term deposits	403,192	393,751
	<b>841,491</b>	<b>782,189</b>

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

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

Cash at bank and on hand	438,299	388,438
Term deposits	403,192	393,751
	<b>841,491</b>	<b>782,189</b>

## Note 8. Trade and other receivables

Trade receivables	195,183	171,995
Prepayments	19,348	21,468
Other receivables and accruals	1,142	864
	<b>215,673</b>	<b>194,327</b>

## Notes to the financial statements (continued)

	2017 \$	2016 \$
<b>Note 9. Property, plant and equipment</b>		
Leasehold improvements		
At cost	401,288	379,558
Less accumulated depreciation	(158,572)	(142,765)
	<b>242,716</b>	<b>236,793</b>
Plant and equipment		
At cost	169,061	159,633
Less accumulated depreciation	(128,149)	(121,223)
	<b>40,912</b>	<b>38,410</b>
Motor vehicles		
At cost	76,047	37,071
Less accumulated depreciation	(33,343)	(20,739)
	<b>42,704</b>	<b>16,332</b>
<b>Total written down amount</b>	<b>326,332</b>	<b>291,535</b>
<b>Movements in carrying amounts:</b>		
Leasehold improvements		
Carrying amount at beginning	236,793	255,499
Additions	21,730	-
Disposals	-	-
Less: depreciation expense	(15,807)	(18,706)
<b>Carrying amount at end</b>	<b>242,716</b>	<b>236,793</b>
Plant and equipment		
Carrying amount at beginning	38,410	45,343
Additions	9,428	2,659
Disposals	-	-
Less: depreciation expense	(6,926)	(9,592)
<b>Carrying amount at end</b>	<b>40,912</b>	<b>38,410</b>
Motor vehicles		
Carrying amount at beginning	16,332	23,746
Additions	38,976	-
Disposals	-	-
Less: depreciation expense	(12,604)	(7,414)
<b>Carrying amount at end</b>	<b>42,704</b>	<b>16,332</b>
<b>Total written down amount</b>	<b>326,332</b>	<b>291,535</b>



## Notes to the financial statements (continued)

	2017 \$	2016 \$
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### Note 10. Financial assets

<b>Loan - Edenhope &amp; District Financial Services Limited</b>	-	<b>10,000</b>
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The loan was an interest free loan with repayment of the principal due five years from the date of the loan agreement in 2017.

### Note 11. Intangible assets

#### Franchise fee

At cost	101,138	101,138
Less: accumulated amortisation	(97,676)	(93,062)
	<b>3,462</b>	<b>8,076</b>

#### Renewal processing fee

At cost	161,258	161,258
Less: accumulated amortisation	(145,683)	(124,916)
	<b>15,575</b>	<b>36,342</b>

<b>Total written down amount</b>	<b>19,037</b>	<b>44,418</b>
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### Note 12. Tax

#### Current:

<b>Income tax payable</b>	<b>29,654</b>	<b>57,615</b>
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#### Non-Current:

#### Deferred tax assets

- accruals	1,445	1,793
- employee provisions	29,091	28,905
	30,536	30,698

#### Deferred tax liability

- accruals	314	238
- property, plant and equipment	15,076	10,540
	<b>15,390</b>	<b>10,778</b>

<b>Net deferred tax asset</b>	<b>15,146</b>	<b>19,920</b>
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#### Movement in deferred tax charged to Statement of Profit or Loss and Other Comprehensive Income

	<b>4,774</b>	<b>11,337</b>
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## Notes to the financial statements (continued)

	2017 \$	2016 \$
<b>Note 13. Trade and other payables</b>		
<b>Current:</b>		
Trade creditors	32,291	44,327
Other creditors and accruals	87,476	61,477
	<b>119,767</b>	<b>105,804</b>

## Note 14. Provisions

<b>Current:</b>		
Provision for annual leave	34,053	41,432
Provision for long service leave	44,482	51,854
	<b>78,535</b>	<b>93,286</b>
<b>Non-Current:</b>		
<b>Provision for long service leave</b>	<b>27,249</b>	<b>11,824</b>

## Note 15. Contributed equity

1,185,461 ordinary shares fully paid (2016: 1,185,461)	1,185,461	1,185,461
Less: equity raising expenses Doncaster East	(22,075)	(22,075)
Less: equity raising expenses Templestowe	(24,627)	(24,627)
	<b>1,138,759</b>	<b>1,138,759</b>

### 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**<sup>®</sup> branch 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).

# Notes to the financial statements (continued)

## Note 15. Contributed equity (continued)

### Rights attached to shares (continued)

#### (c) Transfer

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

Subject to the foregoing, shareholders may transfer shares by a proper transfer effected in accordance with the company's constitution and the Corporations Act 2001.

### Prohibited shareholding interest

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

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

- They control or own 10% or more of the shares in the company (the "10% limit").
- In the opinion of the board they do not have a close connection to the community or communities in which the company predominantly carries on business (the "close connection test").
- Where the person is a shareholder, after the transfer of shares in the company to that person the number of shareholders in the company is (or would be) lower than the base number (the "base number test"). The base number is 346. As at the date of this report, the company had 356 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.

The National Stock Exchange (NSX) has advised that in its view the prohibited shareholding provisions are appropriate and equitable but the 'base number test' is not, as a result the base number clause does not operate whilst the company remains listed on the NSX.

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.

	<b>2017</b>	<b>2016</b>
	<b>\$</b>	<b>\$</b>
<b>Note 16. Retained earnings/(Accumulated losses)</b>		
Balance at the beginning of the financial year	(64,899)	(117,022)
Net profit from ordinary activities after income tax	218,242	181,751
Dividends paid or provided for	(129,628)	(129,628)
<b>Balance at the end of the financial year</b>	<b>23,715</b>	<b>(64,899)</b>

## Notes to the financial statements (continued)

	2017 \$	2016 \$
<b>Note 17. Statement of cash flows</b>		
Reconciliation of profit from ordinary activities after tax to net cash provided by operating activities		
Profit from ordinary activities after income tax	218,242	181,751
Non cash items:		
- depreciation	35,337	35,713
- amortisation	25,381	25,381
Changes in assets and liabilities:		
- (increase)/decrease in receivables	(21,346)	(50,300)
- (increase)/decrease in other assets	4,774	11,337
- increase/(decrease) in payables	13,963	(22,105)
- increase/(decrease) in provisions	674	(1,804)
- increase/(decrease) in current tax liabilities	(27,961)	47,732
<b>Net cash flows provided by operating activities</b>	<b>249,064</b>	<b>227,705</b>

## 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	133,647	221,675
- between 12 months and 5 years	161,428	293,482
	<b>295,075</b>	<b>515,157</b>

The property lease for the Templestowe branch is a non-cancellable lease with a five-year term, with rent payable monthly in advance. The current lease commenced 17 March 2015 and has an option to extend for additional five year term.

The property lease for the Doncaster East branch is a non-cancellable lease with a five-year term, with rent payable monthly in advance. The current lease commenced 1 October 2012 and has an option to extend for additional five year term.

## Notes to the financial statements (continued)

	2017 \$	2016 \$
<b>Note 19. Auditor's remuneration</b>		
Amounts received or due and receivable by the auditor of the company for:		
- audit and review services	5,500	5,250
- share registry services	4,124	4,056
- non audit services	4,069	4,531
	<b>13,693</b>	<b>13,837</b>

## Note 20. Director and related party disclosures

### Key Management Personnel Remuneration

<b>Short-term employee benefits</b>	<b>83,263</b>	<b>49,930</b>
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Detailed remuneration disclosures are provided in the remuneration report, included as part of the directors' report.

### Transactions with Key Management Personnel

Nicola Christine White performed bookkeeping services to the value of	11,880	11,880
Victoria George Paouros received wages for providing her services to the company.	9,007	-

Detailed shareholding disclosures are provided in the remuneration report, included as part of the directors' report.

## Note 21. Dividends paid or provided

### a. Dividends paid during the year

Current year dividend		
<b>Unfranked dividend 6 cents (2016: 6 cents franked dividend) per share</b>	<b>129,628</b>	<b>129,628</b>

The tax rate at which dividends had been franked for 2016 was 30%.

### b. Franking account balance

Franking credits available for subsequent reporting periods are:		
- franking account balance as at the end of the financial year	131,450	21,550
- franking credits that will arise from payment of income tax as at the end of the financial year	29,654	57,615
- franking debits that will arise from the payment of dividends recognised as a liability at the end of the financial year	-	-
<b>Franking credits available for future financial reporting periods:</b>	<b>161,104</b>	<b>79,165</b>
- franking debits that will arise from payment of dividends proposed or declared before the financial report was authorised for use but not recognised as a distribution to equity holders during the period	-	-
<b>Net franking credits available</b>	<b>161,104</b>	<b>79,165</b>

## Notes to the financial statements (continued)

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	2017 \$	2016 \$
<b>Note 22. Earnings per share</b>		
(a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share	218,242	181,751

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	Number	Number
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	2,160,461	2,160,461

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### Note 23. Events occurring after the reporting date

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

### Note 24. Contingent liabilities and contingent assets

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

### Note 25. Segment reporting

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

### Note 26. 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**

900 - 902 Doncaster Road  
Doncaster East VIC 3109

**Principal Place of Business**

900 - 902 Doncaster Road  
Doncaster East VIC 3109

128 James Street  
Templestowe VIC 3106

# Notes to the financial statements (continued)

## Note 27. Financial instruments

### Financial Instrument Composition and Maturity Analysis

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

Financial instrument	Floating interest		Fixed interest rate maturing in						Non interest bearing		Weighted average	
			1 year or less		Over 1 to 5 years		Over 5 years					
	2017 \$	2016 \$	2017 \$	2016 \$	2017 \$	2016 \$	2017 \$	2016 \$	2017 \$	2016 \$	2017 %	2016 %
<b>Financial assets</b>												
Cash and cash equivalents	437,799	387,938	403,192	393,751	-	-	-	-	500	500	1.23	1.50
Receivables	-	-	-	-	-	-	-	-	195,183	171,995	N/A	N/A
<b>Financial liabilities</b>												
Payables	-	-	-	-	-	-	-	-	32,291	44,327	N/A	N/A

### Net Fair Values

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

### Credit Risk

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

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

### Interest Rate Risk

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

### Sensitivity Analysis

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

# Notes to the financial statements (continued)

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## Note 27. Financial instruments (continued)

### Sensitivity Analysis (continued)

As at 30 June 2017, the effect on profit and equity as a result of changes in interest rate, with all other variables remaining constant would be as follows:

	<b>2017</b>	<b>2016</b>
	<b>\$</b>	<b>\$</b>
Change in profit/(loss)		
Increase in interest rate by 1%	8,410	7,817
Decrease in interest rate by 1%	(8,410)	(7,817)
Change in equity		
Increase in interest rate by 1%	8,410	7,817
Decrease in interest rate by 1%	(8,410)	(7,817)



# Directors' declaration

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In accordance with a resolution of the directors of Manningham 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 2017 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.



**Ian Graham Goldsmith,**  
**Chairman**

Signed on the 10th of September 2017.

# Independent audit report

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*Partners in success*

Chartered Accountants

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

## Independent auditor's report to the members of Manningham Community Enterprises Limited

### Report on the audit of the financial statements

#### Our opinion

In our opinion, the financial report of Manningham Community Enterprises Limited is in accordance with the *Corporations Act 2001*, including:

- i. giving a true and fair view of the company's financial position as at 30 June 2017 and of its performance for the year ended on that date; and
- ii. complying with Australian Accounting Standards.

#### What we have audited

Manningham Community Enterprises Limited's (the company) financial report comprises the:

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

#### Basis for opinion

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

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

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

#### Other information

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

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

Taxation | Audit | Business Services

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# Independent audit report (continued)

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

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

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

## Report on the remuneration report

We have audited the remuneration report included in the directors' report for the year ended 30 June 2017. 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 on the remuneration report

In our opinion, the remuneration report of Manningham Community Enterprises Limited for the year ended 30 June 2017, complies with section 300A of the *Corporations Act 2001*.

## Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

There are no key audit matters to disclose for the 30 June 2017 audit.

## Directors' responsibility for the financial report

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

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

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

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

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



**Andrew Frewin Stewart**  
61 Bull Street, Bendigo, 3550  
Dated: 10 September 2017



**David Hutchings**  
Lead Auditor

# NSX report

## Share information

In accordance with National Stock Exchange listing rules, the company provides the following information as at 27 September 2017, which is within six weeks of this report being sent to shareholders.

The following table shows the number of shareholders, broken into various categories showing the total number of shares held:

Number of shares held	Number of shareholders	Number of shares held
1 to 1,000	52	\$33, 706
1,001 to 5,000	195	\$560, 752
5,001 to 10,000	44	\$347, 501
10,001 to 100,000	65	\$1,218, 502
100,001 and over	0	\$0
<b>Total shareholders</b>	<b>356</b>	<b>\$2, 160, 461</b>

Each of the above shareholders are entitled to one vote, irrespective of the number of shares held.

There are no substantial shareholders (holding more than five percent of the voting rights) as each shareholder is entitled to one vote. Normally holding more than five percent of the total issued shares would create a substantial shareholder, but this is not applicable due to the voting restrictions for the company.

There are nine shareholders holding less than a marketable parcel of shares (\$500 in value).

There are no restricted securities on issue.

All shares on issue are ordinary shares fully paid to \$1 per share. There are no unquoted equity securities.

## The following table shows the 10 largest shareholders:

Shareholder	Number of fully paid shares held	Percentage of issued capital
Thomas Leigh Pty Ltd <The Waring Family Superannuation Fund>	90, 002	4.17%
Scipio Nominees Pty Ltd	80, 250	3.71%
Reolade Pty Ltd <Salmon Superfund A/C>	79, 500	3.68%
Northern Suburbs Secretarial Services Pty Ltd <Juleton A/C>	39, 500	1.83%
John Alexander Kent	37, 500	1.74%
Winpar Holdings Limited	35, 750	1.65%
Russel Breadmore & Lynne Breadmore <R & L Breadmore Superfund A/C>	35, 000	1.62%
Betty Mitchell	30, 000	1.39%
Judy Anne Tutty & Marcus James Tutty	25, 000	1.16%
James Douglas Christie and Deborah Anne Christie <Christie Super Fund A/C>	25, 001	1.16%
	<b>475, 003</b>	<b>21.99%</b>

# NSX report (continued)

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## Registered office and principal administrative office

The registered office of the company is located at:

900 Doncaster Road,  
Doncaster East VIC 3109  
Phone: (03) 9840 2028

The principal administrative office of the company is located at:

900 Doncaster Road,  
Doncaster East VIC 3109  
Phone: (03) 9840 2028

## Security register

The security register (share register) is kept at:

AFS & Associates  
61 Bull Street,  
Bendigo VIC 3550  
Phone: (03) 5443 5304

## Company Secretary

Victoria Paouros was elected Company Secretary of Manningham Community Enterprises Limited on 14 November 2013 after serving as Minute Secretary from August 2012 until November 2013. Victoria was one of the Board's inaugural Junior Observers in 2009 and is currently working towards her LLB (Hons) and an Advanced Diploma of Management (Human Resources). She has also completed a number of training courses since joining the Board, including: Diploma of Business, Certificate IV in Training and Education, Certificate in Governance Practice, Finance for Directors and Understanding the Role of Company Secretary.

## Corporate Governance

The company has implemented various corporate governance practices which include:

- (a) A Finance and Audit Committee - the membership of which is made up by James Christie, Colin Roderick Davitt, Ian Goldsmith, Geoffrey Roberts and Nicola White;
- (b) Director approval of operating budgets and monitoring of progress against these budgets;
- (c) Ongoing Director training, and representation at both State and National Conferences; and
- (d) Monthly Director meetings to discuss operational performance and performance against strategy.

## Annexure 3A

There are no material differences between the information in the company's Annexure 3A and the information in the financial documents in its annual report.

## 5 Year summary of performance

		2013	2014	2015	2016	2017
Net profit before tax	\$	261,500	67,880	197,140	258,270	304,960
Total assets	\$	1.402 million	1.255 million	1.266 million	1.342 million	1.418 million
Total liabilities	\$	214,400	213,500	244,700	268,500	255,200
Total equity	\$	1.187 million	1.042 million	1.021 million	1.073 million	1.162 million

Doncaster East **Community Bank**<sup>®</sup> Branch  
900 Doncaster Road, Doncaster East VIC 3109  
Phone: (03) 9840 2028 Fax: (03) 9840 2162  
[www.bendigobank.com.au/doncaster\\_east](http://www.bendigobank.com.au/doncaster_east)

Templestowe Village **Community Bank**<sup>®</sup> Branch  
128 James Street, Templestowe VIC 3106  
Phone: (03) 9846 1455 Fax: (03) 9846 4643  
[www.bendigobank.com.au/templestowe-village](http://www.bendigobank.com.au/templestowe-village)

Franchisee: Manningham Community Enterprises Limited  
900 Doncaster Road, Doncaster East VIC 3109  
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ABN: 69 101 174 270

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