

# Annual Report 2018

Manningham Community Enterprises Limited

Doncaster East and Templestowe Village **Community Bank**® branches

ABN 69 101 174 270



# Contents

<b>Chairman's report</b>	<b>2</b>
<b>Senior Manager's report</b>	<b>6</b>
<b>Templestowe Village Manager's report</b>	<b>7</b>
<b>Directors' report</b>	<b>8</b>
<b>Auditor's independence declaration</b>	<b>17</b>
<b>Financial statements</b>	<b>18</b>
<b>Notes to the financial statements</b>	<b>22</b>
<b>Directors' declaration</b>	<b>43</b>
<b>Independent audit report</b>	<b>44</b>
<b>NSX report</b>	<b>46</b>

# Chairman's report

For year ending 30 June 2018

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

Our Doncaster East and Templestowe Village **Community Bank**® branches have continued on their growth trajectory during 2017/18 despite the continuing tightening of margins in the sector and the aggressive nature of our market competition.

We have continued to build ever stronger relationships with our local community organisations and there remains an understanding that to receive our ongoing support there needs to be reciprocation of that support in the form of over the counter banking business as well as an increasing emphasis on our partner organisations advocating for us and the amazing **Community Bank**® model.

In more recent times, the practices uncovered by the Banking Royal Commission have added impetus to our local drive for business with many people being openly disenchanted with their current bank. Additionally, the recent announcement of the closures of competitor branches at the Tunstall Square shopping precinct has also driven enquiries and account openings at our Doncaster East **Community Bank**® Branch in particular.

I am also extremely encouraged by recent personnel changes at the Bendigo and Adelaide Bank Limited head office and the outlook for a changed marketing approach that those personnel changes are promising to bring.

The 2017/18 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

The year has seen our combined business volume across the two branches grow by \$33 million to \$406 million at 30 June 2018 which is an 8.8% increase on the 30 June 2017 figure.

The Doncaster East branch grew by \$19.5 million or 7.6% whilst the Templestowe Village branch grew by \$13.5 million or 11.5%.

The ratio of deposits to loans of 60%/40% at Doncaster East (2017: 61%/39%) and 43%/57% at Templestowe Village (2017: 43%/57%) has remained consistent with last year and continues to accentuate 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 2018 has remained constant from June 2017 where the ratio was also 55%/45%.

## Financial results

Whilst the 2017/18 year has seen a significant increase in business footings of 8.8%, revenue has increased by only \$156,606 or 6.6%. The fact that the increase in revenue is less than the rate of business volume increase is a reflection on the tightness of margins occurring during 2017/18 and this trend is likely to continue throughout 2018/19.

Management of general operating expenses has continued to be a focus again this year and despite another significantly increased contribution to the Community Enterprise Foundation™, total operating costs have increased by \$135,605 or 6.6%. Our ongoing investment into increasing our business volumes has enabled us to report a very pleasing full year Profit Before Income Tax of \$325,956, an increase of \$21,001 or 6.9% over 2016/2017.

### Community Enterprise Foundation™ Grants

Our Community Enterprise Foundation™ grant funding to be allocated during 2017/18 totalled \$187,441 and brought the total contribution to our local community from the Community Enterprise Foundation™ to \$1.523 million.

We were delighted to select 21 local community groups and not-for-profit organisations to receive these grants at our Community Enterprise Foundation™ presentation night to be held on 1 August 2018.

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 people are the backbone of our business and also our point of difference with other banks and other retail organisations. Our staff have again provided our Bank with a superb first point of contact for our existing and potential customers and 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 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 their efforts on behalf of all Directors.

Special mention has to be made of Chris Cahir who was seconded to our Regional office for a short period during the year. The fact that Chris was chosen by the region as their preferred replacement for a Regional Manager who was taking leave, was a wonderful reflection on the calibre of manager that Chris has become.

### Your Board

My sincere appreciation goes to your 2017/18 Board of Directors – Geoff Roberts (Vice Chair), Ray Barrington, Darren Bourke, Jim Christie, Rod Davitt, Chris Potter, Simon Lewis, Nicky White (Treasurer) and Victoria Paouros (Company Secretary) together with our Officer to the Board Nick Furlong. The commitment, dedication and professionalism of each and every Board member and Officer to the Board is outstanding and has contributed significantly to the past success of MCEL and will provide the platform for the future success of your company.

### Marketing & Sponsorship Committee

The Marketing and Sponsorship Committee of Carly Kluge, Darren Bourke, Ray Barrington, Victoria Paouros, Nick Furlong, Paul Thompson, Chris Cahir and Lisa Jones and lead by Geoff Roberts has worked extremely hard to continue to keep our two branches top of mind when anyone in our local community thinks banking. We also continue to work with our Community Partners to maximise our impact within our existing support base.

With the help of Carly Kluge's Marketing expertise we have worked hard to leverage off the proceedings in the Banking Royal Commission and the closure of two competitor bank branches at Tunstall Square. Importantly, we work hard to capture any local market intelligence to ensure that we are ready to react when opportunities arise, as well as ensuring that we are always being proactive by maintaining close feedback loops with all our Community Partners.

2017/18 has seen a greater emphasis on marketing to the Asian community to optimize the return that our new Customer Relationship Manager, Ming Fu is able to achieve and whilst this is still in its infancy, market penetration to this community is starting to be realised.

### 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. In a year where there have been a number of resourcing matters to be dealt with, the Human Resources Committee has been able to work very closely with the Branch Managers to resolve these issues cooperatively and to everyone's satisfaction.

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 focussing on business development.

### Governance Committee

The Governance Committee of Jim Christie, Chris Potter, Victoria Paouros and Nick Furlong and lead by Rod Davitt provided a superb framework for the strategic management of the company during 2017/18.

The commencement of a review of all corporate policies and the standardisation of the format for these policies occurred during the year and this will be an ongoing process that will ensure that we are always operating under the most up to date versions of policies and procedures possible.

Reviews of the performance against our Strategic Plan have been timetabled into future Board meetings so that all Board Committees have a scheduled responsibility to ensure that their stated strategic objectives have been achieved but if not, that they are aware of the reasons why they have not been achieved and if still valid, that they have amended the timetable for the achievement of those objectives.

### 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

Subsequent to the discontinuance of the Junior Observers Program, we embarked on a Future Directors Program with Latrobe University and in January 2018 two outstanding young students joined our Board as part of this program. To date their input has been excellent and the program is clearly mutually beneficial.

The Youth Engagement Committee has also lead the development of a Young Changemakers Program which has been run in conjunction with East Doncaster Secondary College and is aimed at developing project management skills and community engagement amongst the Secondary School age cohort. The program is continuing but the enthusiasm of the student body involved in the program is encouraging.

The Youth Engagement Committee lead by Victoria Paouros and supported by Simon Lewis, 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 implementation of a Funds Transfer Pricing model of income calculation, which was initially expected to reduce our income in the short term has in fact had little impact on our Income base, however, generally tighter margins have seen our income increase fail to match our business volume increase.

Our Franchise Agreement with Bendigo and Adelaide Bank Limited was renewed in March 2018 as expected and our relationship with the Bank hierarchy remains very strong at both the Head Office and Regional level.

## Chairman's report (continued)

The impact of the closure of our competitors branches in addition to the fallout from the Banking Royal Commission are yet to be fully appreciated but there is no doubt that we are well placed to be the bank of choice for our local community and we are well structured as a company to continue to increase our business volumes.

We will continue to forge strong relationships with our Community Partners and this will open the door to conversations about our support for them being reciprocated.

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 **Community Bank®** model so rewarding and such a privilege.



**Ian Goldsmith**  
**Chairman**



# Senior Manager's report

For year ending 30 June 2018

The past financial year has seen the Doncaster East **Community Bank**<sup>®</sup> Branch continue to record solid growth. The results have again been excellent given the maturity of the branch. Moving into our fifteenth year of business and still achieving growth at this level confirms the community support, trust and belief in what our **Community Bank**<sup>®</sup> branches are striving to achieve.

Last year I reported the total banking business as at 30 June 2017 (deposits and loans) totalled \$256 million and we held over 3,988 customers. The year's growth has enabled us to win the Regional award for the largest deposit growth.

Total business as at 30 June 2018 stands at \$275.4 million with more than 4,076 customers. This represents growth of \$19.4 million or 7.6% and is an outstanding achievement.

I have continually stated that our community is to be applauded in the way that they have supported our **Community Bank**<sup>®</sup> and in doing so, making the objectives of the stakeholders a reality.

I would like to acknowledge the support and hard work of my team, Lisa Jones, Cathy Dole, Kerry Parkes, Tina O'Shea, Elise Chan, Maria Roiniotis and Michelle Ellard who joined us from our Templestowe Village **Community Bank**<sup>®</sup> Branch for twelve months.

To most customers, the staff are the face of their **Community Bank**<sup>®</sup> branch, and to be continually greeted by name from a friendly face that can provide courteous and professional service, is a key element in the success of our branch.

The oncoming 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, who continue to spread the word, our success will continue to build.

On behalf of all of the team, I thank all those who have supported the branch and made our **Community Bank**<sup>®</sup> the strength that it is today.

The ideals that initiated our existence over fifteen years ago have not changed and our relevance to our shareholders and the community is just as important now as it was at day one.

The success of the **Community Bank**<sup>®</sup> network has seen other institutions trying to align themselves to the community, however only the **Community Bank**<sup>®</sup> model truly utilizes the fruitful union of customer and bank to create and sustain meaningful community development.

I ask that you continue to tell all your friends of the **Community Bank**<sup>®</sup> model, as in doing so, you ensure that your **Community Bank**<sup>®</sup> branch continues to grow, which thus enables your Community to prosper.



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

# Templestowe Village Manager's report

For year ending 30 June 2018

After our strongest year on record in 2016/17, the 2017/18 year was a year of consolidation for the Templestowe Village **Community Bank**<sup>®</sup> Branch.

## Staffing changes

With Lauren Bagala, Customer Relationship Manager, on maternity leave for 12 months there were a number of internal changes which took place. This saw some staff stepping into new roles for the 12-month period and a new staff member, Cathy Black, joining the team.

Firstly, Kerryn Parkes, Customer Relationship Officer at the Doncaster East **Community Bank**<sup>®</sup> Branch stepped into Lauren's role for the 12 months and did a tremendous job filling the gap and in turn developed additional skills in the lending space.

Michelle Ellard, Customer Service Supervisor, moved into the Customer Relationship Officer role at the Doncaster East **Community Bank**<sup>®</sup> Branch whilst Kim Nihill did a fantastic job as Customer Service Supervisor for 12 months at Templestowe Village.

Ming Fu continued to grow in the Mobile Relationship Manager role and is really starting to make a positive impact on both the Doncaster East and Templestowe Village **Community Bank**<sup>®</sup> branches.

Overall, our branch prides itself on providing staff with development and opportunity and this year's changes not only allowed our staff to challenge themselves in their new roles but also to enhance their entire workplace skillset.

## Branch activity and the year ahead

Branch activity continued at the same levels as last year with our highest ever level of approvals and settlements in the lending space.

With low interest rates and high prices achievable in the property market, a lot of our customers took the opportunity to pay down debt or maximise their returns which meant we also saw our highest ever level of amortisation and sales. Whilst this tempered our growth, income continued to grow at 8% on the back of 39% in 2016/17 meaning we have had close to 50% revenue growth in the past 24 months, a standout achievement by any measure, especially on what is now a maturing balance sheet of over \$130 million.

The year ahead will no doubt present a challenging environment as the industry reacts and adjusts to the outcomes of the Banking Royal Commission. However, I am confident that this will also provide us with opportunities, as customers start to move away from the competition to the third most trusted brand in Australia, Bendigo Bank.

With a re-structured team focussed on lending growth, continued customer satisfaction and ensuring that we make the most of every opportunity, I look forward to the 2018/19 year and continuing to grow and provide support for our community.

As always, I extend my thanks to:

- our diligent and motivated staff, without whom we would not see these types of results;
- Senior Manager Paul Thompson and the Board for their support in 2017/18; and most importantly to
- our customers, whose support and advocacy is so important for the continued growth of our branch and, in turn, the empowerment of our community.



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



# Directors' report

For the financial year ended 30 June 2018

Your Directors submit the financial statements of the company for the financial year ended 30 June 2018.

## 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 CEF Committee, Marketing Committee, Governance Committee, Finance Committee, Human Resources Committee and Youth Engagement Committee.

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 has attended many professional development programs over the years.

Special Responsibilities: Vice-Chair of the Board. Chair of Marketing Committee. Chair of Finance Committee. Member of Human Resources Committee and CEF Committee

Interest in shares: 5,000

### **Victoria George Paouros**

Company Secretary

Occupation: Law Student and Company Secretary

Victoria began her journey on the MCEL team in 2009, as an inaugural participant of the company's Junior Observer Program. She then formally re-joined the company as a Board Member in 2012 and has since taken on many roles including: Minute Secretary, Company Secretary, Youth Engagement Committee Chair and Director. She holds a number of qualifications, including an Advanced Diploma of Management (HR), a Diploma of Business, a Certificate IV in Training and Education and a Certificate in Governance Practice. Victoria is also expected to complete her Bachelor of Laws (Hons) in 2018.

Special Responsibilities: Board Company Secretary. Chair of Youth Engagement Committee. Member of Governance Committee and Marketing Committee.

Interest in shares: Nil

### 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: Member of Governance Committee and Finance Committee

Interest in shares: 25,000

#### **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 Mannacare for the past five years.

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

Interest in shares: 7,501

#### **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 decade 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: Member of 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: Chair of Governance Committee. Member of Finance Committee.

Interest in shares: Nil

### Directors (continued)

#### **Simon David Lewis**

Director

Occupation: CEO of Onemda

As the Chief Executive Officer of Onemda, Simon has developed extensive experience and knowledge in the disability sector for over 20 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: Chair of Human Resources Committee. Member of Youth Engagement Committee.

Interest in shares: Nil

#### **Christopher Potter**

Director (Resigned 31 August 2018)

Occupation: Director of Community Programs

Chris' last role was as Director of Community Programs for Manningham City Council which he finished in February 2018. He is a qualified accountant and a fellow of the Chartered Institute of Public Finance and Accountancy in the UK and a graduate member of the Australian Institute of Company Directors since 2017. He is currently a Board Governor of the Windermere Foundation.

Special Responsibilities: Member of Governance Committee

Interest in shares: Nil

#### **Nicola Christine White**

Treasurer (Resigned 24 August 2018)

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**® network for many years. Nicky is a registered BAS Agent and has a Certificate IV in bookkeeping.

Special Responsibilities: Board Treasurer. Member of Finance Committee and Human Resources 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**

Victoria George Paouros has been the Company Secretary since her election to the position on 14 November 2013.

### **Principal Activities**

The principal activities of the company during the financial year were facilitating **Community Bank**® 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.

## Directors' report (continued)

### Operating results

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

Year ended 30 June 2018 \$	Year ended 30 June 2017 \$
234,579	218,242

### Operating and financial review

As with the previous two fiscal years, market conditions have remained largely unchanged and continued to be challenging throughout 2017/18. Despite these conditions, the company had another growth year, increasing its Operating Result from \$304,955 to \$325,956 (6.9%). Revenue also grew at a similar rate, increasing from \$2,371m to \$2,528m driven by significantly improved margin income.

Total Expenses, including charitable donations, sponsorships, advertising and promotions increased by \$135,605 or 6.6%, the main contributor being the cost of employing extra staff which increased by \$82,662.

Combined Business Volume across the two branches increased by \$33m to \$406m or 8.8%. The lending to deposit ratio remained the same as the previous year at 45:55.

The company's Total Assets increased by \$259,894 or 18.33% with Cash on Hand increasing from \$841,491 to \$993,267 or 18.04%. Total Liabilities increased from \$255,205 to \$431,752 or 69.18%. This is due to the renewal of franchise fees payable to Bendigo and Adelaide Bank Limited on an annual basis, the total liability is recognised at time of purchase. Equity increased from \$1.162m to \$1.246m, an increase of 7.2%. The company paid a fully franked dividend of 7 cents per share.

#### Drivers of Performance and Business strategies

The positive results achieved in 2017/18 have been driven mainly by significant increases in both deposits and lending, resulting in a 6.6% 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 Service) 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.

### Remuneration report (continued)

#### 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. 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.

#### 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.

	2018	2017	2016	2015	2014	2013
Revenue	2,527,813	2,371,207	2,074,668	1,977,970	2,011,655	2,126,374
Net profit	234,579	218,242	181,751	131,200	48,994	181,918
Share price at year end	0.70	0.60	0.60	0.65	0.70	0.90
Net dividend paid	151,232	129,628	129,628	151,232	194,441	194,441

## Directors' report (continued)

### Remuneration report (continued)

#### Directors' remuneration

For the year ended 30 June 2018 the Directors received total remuneration including superannuation, as follows:

	\$
Ian Graham Goldsmith	11,500
Geoffrey Bruce Roberts	5,500
James Douglas Christie RFD	5,500
Raymond Bruce Barrington	5,500
Darren William Bourke	-
Colin Roderick Davitt	5,500
Victoria George Paouros	5,500
Simon David Lewis	5,500
Christopher Potter (Resigned 31 August 2018)	-
Nicola Christine White (Resigned 24 August 2018)	5,500
	<b>50,000</b>

#### Transactions with Directors

Nicola Christine White performed bookkeeping services to the value of \$11,880 (2017: \$11,880).

Victoria George Paouros performed Company Secretarial services to the value of \$7,848 (2017: \$9,007).

#### 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
James Douglas Christie RFD	25,001	-	25,001
Raymond Bruce Barrington	7,501	-	7,501
Darren William Bourke	-	-	-
Colin Roderick Davitt	-	-	-
Victoria George Paouros	-	-	-
Simon David Lewis	-	-	-
Christopher Potter (Resigned 31 August 2018)	-	-	-
Nicola Christine White (Resigned 24 August 2018)	-	-	-



## Directors' report (continued)

### Remuneration report (continued)

#### 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 Village. 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 2018 (2017: \$304).

### Dividends

	Year ended 30 June 2018	
	Cents	\$
Dividends paid in the year	7	151,232

### 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.

### 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' report (continued)

### 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		Youth Engagement	
	A	B	A	B	A	B	A	B	A	B	A	B
Ian Graham Goldsmith	11	11	3	3	3	3	10	9	3	3	5	2
Geoffrey Bruce Roberts	11	6	3	3	3	2	10	8	-	-	-	-
Victoria George Paouros	11	9	-	-	-	-	10	4	1	1	5	5
James Douglas Christie RFD	11	7	3	3	-	-	-	-	3	3	-	-
Raymond Bruce Barrington	11	10	-	-	3	3	10	10	-	-	-	-
Darren William Bourke	11	6	-	-	-	-	10	0	-	-	-	-
Colin Roderick Davitt	11	10	3	3	-	-	-	-	3	3	-	-
Simon David Lewis	11	9	-	-	3	3	-	-	-	-	5	2
Christopher Potter*	11	5	-	-	-	-	-	-	3	1	-	-
Nicola Christine White**	11	10	3	3	3	1	-	-	-	-	-	-

A - eligible to attend

B - number attended

\* Resigned 31 August 2018

\*\* Resigned 24 August 2018

### 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*.

### 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.

## Directors' report (continued)

### 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 2018.



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

# Auditor's independence declaration



Chartered Accountants

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

## 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 2018, 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 2018

**Graeme Stewart**  
Lead Auditor

# Financial statements

## Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2018

	Notes	2018 \$	2017 \$
Revenue from ordinary activities	4	2,527,813	2,371,207
Employee benefits expense		(1,050,949)	(968,287)
Charitable donations, sponsorship, advertising and promotion		(530,079)	(453,322)
Occupancy and associated costs		(280,347)	(273,282)
Systems costs		(58,402)	(60,558)
Depreciation and amortisation expense	5	(69,525)	(60,718)
Finance costs	5	(9)	(65)
General administration expenses		(212,546)	(250,020)
<b>Profit before income tax expense</b>		<b>325,956</b>	<b>304,955</b>
Income tax expense	6	(91,377)	(86,713)
<b>Profit after income tax expense</b>		<b>234,579</b>	<b>218,242</b>
<b>Total comprehensive income for the year attributable to the ordinary shareholders of the company:</b>		<b>234,579</b>	<b>218,242</b>
<b>Earnings per share</b>		<b>¢</b>	<b>¢</b>
Basic earnings per share	21	10.86	10.10

The accompanying notes form part of these financial statements.

## Financial statements (continued)

### Balance Sheet as at 30 June 2018

	Notes	2018 \$	2017 \$
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents	7	993,267	841,491
Trade and other receivables	8	216,219	215,673
<b>Total current assets</b>		<b>1,209,486</b>	<b>1,057,164</b>
<b>Non-current assets</b>			
Property, plant and equipment	9	325,134	326,332
Intangible assets	10	123,457	19,037
Deferred tax asset	11	19,496	15,146
<b>Total non-current assets</b>		<b>468,087</b>	<b>360,515</b>
<b>Total assets</b>		<b>1,677,573</b>	<b>1,417,679</b>
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Current tax liabilities	11	31,321	29,654
Trade and other payables	12	171,252	119,767
Provisions	13	118,933	78,535
<b>Total current liabilities</b>		<b>321,506</b>	<b>227,956</b>
<b>Non-current liabilities</b>			
Trade and other payables	12	89,445	-
Provisions	13	20,801	27,249
<b>Total non-current liabilities</b>		<b>110,246</b>	<b>27,249</b>
<b>Total liabilities</b>		<b>431,752</b>	<b>255,205</b>
<b>Net assets</b>		<b>1,245,821</b>	<b>1,162,474</b>
<b>EQUITY</b>			
Issued capital	14	1,138,759	1,138,759
Retained earnings	15	107,062	23,715
<b>Total equity</b>		<b>1,245,821</b>	<b>1,162,474</b>

The accompanying notes form part of these financial statements.



## Statement of Changes in Equity for the year ended 30 June 2018

	Notes	Issued capital \$	Retained earnings \$	Total equity \$
Balance at 1 July 2016		1,138,759	(64,899)	1,073,860
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	20	-	(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>
Balance at 1 July 2017		1,138,759	23,715	1,162,474
Total comprehensive income for the year		-	234,579	234,579
<b>Transactions with owners in their capacity as owners:</b>				
Shares issued during period		-	-	-
Costs of issuing shares		-	-	-
Dividends provided for or paid	20	-	(151,232)	(151,232)
<b>Balance at 30 June 2018</b>		<b>1,138,759</b>	<b>107,062</b>	<b>1,245,821</b>

The accompanying notes form part of these financial statements.

## Statement of Cash Flows for the year ended 30 June 2018

	Notes	2018 \$	2017 \$
<b>Cash flows from operating activities</b>			
Receipts from customers		2,770,262	2,566,341
Payments to suppliers and employees		(2,326,119)	(2,218,497)
Interest received		10,417	11,185
Interest paid		(9)	(65)
Income taxes paid		(94,060)	(109,900)
<b>Net cash provided by operating activities</b>	<b>16</b>	<b>360,491</b>	<b>249,064</b>
<b>Cash flows from investing activities</b>			
Payments for property, plant and equipment		(47,651)	(70,134)
Proceeds from property, plant and equipment		17,273	-
Payment of intangible assets		(27,105)	-
Loans repaid		-	10,000
<b>Net cash used in investing activities</b>		<b>(57,483)</b>	<b>(60,134)</b>
<b>Cash flows from financing activities</b>			
Dividends paid	20	(151,232)	(129,628)
<b>Net cash used in financing activities</b>		<b>(151,232)</b>	<b>(129,628)</b>
<b>Net increase in cash held</b>		<b>151,776</b>	<b>59,302</b>
Cash and cash equivalents at the beginning of the financial year		841,491	782,189
<b>Cash and cash equivalents at the end of the financial year</b>	<b>7(a)</b>	<b>993,267</b>	<b>841,491</b>

The accompanying notes form part of these financial statements.

# Notes to the financial statements

For year ended 30 June 2018

## 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 (AASB) 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 which 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 AASB that became mandatorily effective for accounting periods beginning on or after 1 July 2017, and are therefore relevant for the current financial year.

AASB 9 Financial Instruments sets out requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. This accounting standard is not expected to have a material impact on the financial statements.

AASB 15 Revenue from Contracts with Customers establishes a comprehensive framework for determining whether, how much and when revenue is recognised. This accounting standard is not expected to have a material impact on the financial statements.

There are also a number of accounting standards and interpretations issued by the 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 2017. These future accounting standards and interpretations therefore have no impact on amounts recognised in the current period or any prior period.

AASB 16 Leases is effective for annual periods beginning on or after 1 January 2019. The standard introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

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

#### a) Basis of preparation (continued)

##### Application of new and amended accounting standards (continued)

The company has completed an initial assessment of the potential impact on its financial statements but has not yet completed its detailed assessment. The actual impact of applying AASB 16 on the financial statements in the period of initial application will depend on future economic conditions, including the company's borrowing rate at 1 January 2019, the composition of the lease portfolio at that date, the latest assessment of whether the company will exercise any lease renewal options and the extent to which the company chooses to use practical expedients and recognition exemptions.

So far, the most significant impact identified is that the company will recognise new assets and liabilities for its operating leases of its branches. As at 30 June 2018, the company's future minimum lease payment under non-cancellable operating leases amount to \$726,014, on an undiscounted basis (see Note 17).

No significant impact is expected for the company's finance leases.

##### 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 Village, Victoria.

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 manager and other employees in banking, management systems and interface protocol
- methods and procedures for the sale of products and provision of services
- security and cash logistic controls
- calculation of company revenue and payment of many operating and administrative expenses
- the formulation and implementation of advertising and promotional programs
- sales techniques and proper customer relations.

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.

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

#### 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.

#### 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.

Margin is paid on all core banking products. A funds transfer pricing model is used for the method of calculation of the cost of funds, deposit return and margin.

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).

## Notes to the financial statements (continued)

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

#### b) Revenue (continued)

##### Discretionary financial contributions (continued)

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.

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®** 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®** 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 payable (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.



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

#### **c) Income tax (continued)**

##### Deferred tax (continued)

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 entity expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax and when the balances relate to taxes levied by the same taxation authority and the 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 gain from a bargain purchase.

#### **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.

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

#### g) Property, plant and equipment

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

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

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

- |                          |                |
|--------------------------|----------------|
| • leasehold improvements | 5 - 15 years   |
| • plant and equipment    | 2.5 - 40 years |
| • motor vehicle          | 3 - 5 years    |

#### h) Intangibles

The franchise fee paid to Bendigo and Adelaide Bank Limited has been recorded at cost and is amortised on a straight line basis over the life of the franchise agreement.

The renewal processing fee paid to Bendigo and Adelaide Bank Limited when renewing the franchise agreement has also been recorded at cost and is amortised on a straight line basis over the life of the franchise agreement.

#### i) Payment terms

Receivables and payables are non interest bearing and generally have payment terms of between 30 and 90 days.

#### j) Borrowings

All loans are initially measured at the principal amount. Interest is recognised as an expense as it accrues.

#### k) Financial instruments

##### Recognition and initial measurement

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

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

##### Derecognition

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

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

#### Classification and subsequent measurement

##### (i) Loans and receivables

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

##### (ii) Held-to-maturity investments

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

##### (iii) Financial liabilities

Financial liabilities include borrowings, trade and other payables and 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.

#### **l) Leases**

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

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

#### **m) Provisions**

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

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

#### **n) Issued capital**

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.

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

#### p) Goods and Services Tax

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

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

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

### Note 2. Financial risk management

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

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

#### (i) Market risk

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

#### (ii) Price risk

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

#### (iii) Credit risk

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

#### (iv) Liquidity risk

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

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

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

#### (vi) Capital management

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

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

### Note 2. Financial risk management (continued)

#### (vi) Capital management (continued)

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 2018 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.

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 carried-forward 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.

## Notes to the financial statements (continued)

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

#### 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 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.

	2018 \$	2017 \$
<b>Note 4. Revenue from ordinary activities</b>		
Operating activities:		
- gross margin	2,023,858	1,750,212
- services commissions	322,286	446,867
- fee income	125,766	124,013
- market development fund	35,000	37,500
<b>Total revenue from operating activities</b>	<b>2,506,910</b>	<b>2,358,592</b>
Non-operating activities:		
- interest received	10,806	11,462
- other income	950	1,153
<b>Total revenue from non-operating activities</b>	<b>11,756</b>	<b>12,615</b>
Profit on sale of asset	9,147	-
<b>Total revenues from ordinary activities</b>	<b>2,527,813</b>	<b>2,371,207</b>



## Notes to the financial statements (continued)

	2018 \$	2017 \$
<b>Note 5. Expenses</b>		
Depreciation of non-current assets:		
- plant and equipment	5,874	6,926
- leasehold improvements	19,116	15,807
- motor vehicle	16,732	12,604
Amortisation of non-current assets:		
- franchise agreement	4,614	4,614
- franchise renewal fee	23,189	20,767
	<b>69,525</b>	<b>60,718</b>
Finance costs:		
- interest paid	<b>9</b>	<b>65</b>
<b>Bad debts</b>	<b>1,488</b>	<b>1,675</b>

## Note 6. Income tax expense

The components of tax expense comprise:

- Current tax	95,727	81,938
- Movement in deferred tax	(4,350)	4,775
	<b>91,377</b>	<b>86,713</b>

The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows:

Operating profit	325,956	304,955
Prima facie tax on profit from ordinary activities at 27.5% (2017: 27.5%)	89,638	83,862
Add tax effect of:		
- non-deductible expenses	1,740	2,851
- timing difference expenses	6,866	(4,775)
- other deductible expenses	(2,517)	-
	<b>95,727</b>	<b>81,938</b>
Movement in deferred tax	(4,350)	4,775
	<b>91,377</b>	<b>86,713</b>

## Notes to the financial statements (continued)

	2018 \$	2017 \$
<b>Note 7. Cash and cash equivalents</b>		
Cash at bank and on hand	425,392	438,299
Term deposits	567,875	403,192
	<b>993,267</b>	<b>841,491</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	425,392	438,299
Term deposits	567,875	403,192
	<b>993,267</b>	<b>841,491</b>

## Note 8. Trade and other receivables

Trade receivables	191,753	195,183
Prepayments	22,935	19,348
Other receivables and accruals	1,531	1,142
	<b>216,219</b>	<b>215,673</b>

## Note 9. Property, plant and equipment

### Leasehold improvements

At cost	404,200	401,288
Less accumulated depreciation	(177,688)	(158,572)
	<b>226,512</b>	<b>242,716</b>

### Plant and equipment

At cost	169,344	169,061
Less accumulated depreciation	(134,023)	(128,149)
	<b>35,321</b>	<b>40,912</b>

### Motor vehicles

At cost	84,431	76,047
Less accumulated depreciation	(21,130)	(33,343)
	<b>63,301</b>	<b>42,704</b>

<b>Total written down amount</b>	<b>325,134</b>	<b>326,332</b>
----------------------------------	----------------	----------------

## Notes to the financial statements (continued)

	2018 \$	2017 \$
Note 9. Property, plant and equipment (continued)		
<b>Movements in carrying amounts:</b>		
Leasehold improvements		
Carrying amount at beginning	242,716	236,793
Additions	2,912	21,730
Disposals	-	-
Less: depreciation expense	(19,116)	(15,807)
<b>Carrying amount at end</b>	<b>226,512</b>	<b>242,716</b>
Plant and equipment		
Carrying amount at beginning	40,912	38,410
Additions	283	9,428
Disposals	-	-
Less: depreciation expense	(5,874)	(6,926)
<b>Carrying amount at end</b>	<b>35,321</b>	<b>40,912</b>
Motor vehicles		
Carrying amount at beginning	42,704	16,332
Additions	45,455	38,976
Disposals	(8,126)	-
Less: depreciation expense	(16,732)	(12,604)
<b>Carrying amount at end</b>	<b>63,301</b>	<b>42,704</b>
<b>Total written down amount</b>	<b>325,134</b>	<b>326,332</b>

## Note 10. Intangible assets

Franchise fee		
At cost	123,174	101,138
Less: accumulated amortisation	(102,598)	(97,676)
	<b>20,576</b>	<b>3,462</b>
Renewal processing fee		
At cost	271,444	161,258
Less: accumulated amortisation	(168,563)	(145,683)
	<b>102,881</b>	<b>15,575</b>
<b>Total written down amount</b>	<b>123,457</b>	<b>19,037</b>

## Notes to the financial statements (continued)

	2018 \$	2017 \$
<b>Note 11. Tax</b>		
<b>Current:</b>		
<b>Income tax payable</b>	<b>31,321</b>	<b>29,654</b>
<b>Non-Current:</b>		
Deferred tax assets		
- accruals	1,447	1,445
- employee provisions	38,427	29,091
	<b>39,874</b>	<b>30,536</b>
Deferred tax liability		
- accruals	421	314
- property, plant and equipment	19,957	15,076
	<b>20,378</b>	<b>15,390</b>
<b>Net deferred tax asset</b>	<b>19,496</b>	<b>15,146</b>
<b>Movement in deferred tax charged to Statement of Profit or Loss and Other Comprehensive Income</b>	<b>(4,350)</b>	<b>4,774</b>

## Note 12. Trade and other payables

<b>Current:</b>		
Trade creditors	42,490	32,291
Other creditors and accruals	128,762	87,476
	<b>171,252</b>	<b>119,767</b>
<b>Non-current</b>		
Other creditors and accruals	89,445	-
	<b>89,445</b>	<b>-</b>

## Note 13. Provisions

<b>Current:</b>		
Provision for annual leave	59,720	34,053
Provision for long service leave	59,213	44,482
	<b>118,933</b>	<b>78,535</b>
<b>Non-Current:</b>		
<b>Provision for long service leave</b>	<b>20,801</b>	<b>27,249</b>

## Notes to the financial statements (continued)

	2018 \$	2017 \$
<b>Note 14. Issued capital</b>		
2,160,461 ordinary shares fully paid (2017: 2,160,461)	1,185,461	1,185,461
Less: equity raising expenses Doncaster East	(22,075)	(22,075)
Less: equity raising expenses Templestowe Village	(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®** 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).

#### (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 352 shareholders.

## Notes to the financial statements (continued)

### Note 14. Issued capital (continued)

#### Prohibited shareholding interest (continued)

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.

	2018 \$	2017 \$
<b>Note 15. Retained earnings</b>		
Balance at the beginning of the financial year	23,715	(64,899)
Net profit from ordinary activities after income tax	234,579	218,242
Dividends provided for or paid	(151,232)	(129,628)
<b>Balance at the end of the financial year</b>	<b>107,062</b>	<b>23,715</b>

### Note 16. Statement of cash flows

Reconciliation of profit from ordinary activities after tax to net cash provided by operating activities

Profit from ordinary activities after income tax	234,579	218,242
Non cash items:		
- depreciation	41,722	35,337
- amortisation	27,803	25,381
- profit made on sale of asset	(9,147)	-

## Notes to the financial statements (continued)

	2018 \$	2017 \$
<b>Note 16. Statement of cash flows (continued)</b>		
Changes in assets and liabilities:		
- (increase)/decrease in receivables	(546)	(21,346)
- (increase)/decrease in other assets	(4,350)	4,774
- increase/(decrease) in payables	34,813	13,963
- increase/(decrease) in provisions	33,950	674
- increase/(decrease) in current tax liabilities	1,667	(27,961)
<b>Net cash flows provided by operating activities</b>	<b>360,491</b>	<b>249,064</b>

## Note 17. Leases

### Operating lease commitments

Non-cancellable operating leases contracted for but not capitalised in the financial statements

#### Payable - minimum lease payments:

- not later than 12 months	224,177	133,647
- between 12 months and 5 years	501,837	161,428
	<b>726,014</b>	<b>295,075</b>

The property leases for the Templestowe Village 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 an 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 2017 and has an option to extend for an additional five year term.

	2018 \$	2017 \$
<b>Note 18. Auditor's remuneration</b>		
Amounts received or due and receivable by the auditor of the company for:		
- audit and review services	5,600	5,500
- share registry services	4,016	4,124
- non audit services	4,004	4,069
	<b>13,620</b>	<b>13,693</b>

## Notes to the financial statements (continued)

	2018 \$	2017 \$
--	------------	------------

### Note 19. Director and related party disclosures

#### Key Management Personnel Remuneration

<b>Short-term employee benefits</b>	<b>50,000</b>	<b>83,263</b>
-------------------------------------	---------------	---------------

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.	7,848	9,007

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

### Note 20. Dividends provided or paid for

#### a. Dividends paid during the year

Current year dividend		
<b>Fully franked dividend 7 cents (2017: 6 cents unfranked dividend) per share</b>	<b>151,232</b>	<b>129,628</b>
The tax rate at which dividends had been franked for 2018 was 27.5% (2017: 27.5%).		

#### b. Franking account balance

Franking credits available for subsequent reporting periods are:		
- franking account balance as at the end of the financial year	168,147	131,450
- franking credits that will arise from payment of income tax as at the end of the financial year	31,321	29,654
- 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>199,468</b>	<b>161,104</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>199,468</b>	<b>161,104</b>



## Notes to the financial statements (continued)

	2018 \$	2017 \$
<b>Note 21. Earnings per share</b>		
(a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share	234,579	218,242
	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

## Note 22. 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 23. 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 24. Segment reporting

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

## Note 25. Registered office/Principal place of business

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

### Registered Office

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 26. 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					
	2018 \$	2017 \$	2018 \$	2017 \$	2018 \$	2017 \$	2018 \$	2017 \$	2018 \$	2017 \$	2018 %	2017 %
Financial assets												
Cash and cash equivalents	424,892	437,799	567,875	403,192	-	-	-	-	500	500	1.16	1.23
Receivables	-	-	-	-	-	-	-	-	191,753	195,183	N/A	N/A
Financial liabilities												
Payables	-	-	-	-	-	-	-	-	42,490	32,291	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)

### Note 26. Financial instruments (continued)

As at 30 June 2018, 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>2018</b> <b>\$</b>	<b>2017</b> <b>\$</b>
Change in profit/(loss)		
Increase in interest rate by 1%	9,928	8,410
Decrease in interest rate by 1%	(9,928)	(8,410)
Change in equity		
Increase in interest rate by 1%	9,928	8,410
Decrease in interest rate by 1%	(9,928)	(8,410)

# Directors' declaration

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 2018 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 2018.

# Independent audit report



Chartered Accountants

61 Bull Street, Bendigo 3550  
PO Box 454, Bendigo 3552  
03 5443 0344  
afsbendigo.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 2018 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

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

## Independent audit report (continued)

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 2018. 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 2018, 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 2018 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.

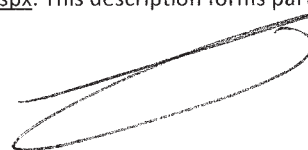
### Auditor's responsibility for the audit of the financial report

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 2018



**Graeme Stewart**  
Lead Auditor

# NSX report

## Share information

In accordance with National Stock Exchange listing rules, the company provides the following information as at 27 September 2018, 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	51	\$ 33, 206
1,001 to 5,000	190	\$ 551, 752
5,001 to 10,000	48	\$ 377, 001
10,001 to 100,000	62	\$ 1,198, 502
100,001 and over	0	\$ 0
<b>Total shareholders</b>	<b>351</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>	40, 000	1.85%
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, 000	1.16%
	<b>475, 002</b>	<b>21.99%</b>

### Registered office and principal administrative office

The registered office of the company is located at:

900 Doncaster Road  
Doncaster East Victoria 3109  
Telephone: (03) 9840 2028

The principal administrative office of the company is located at:

900 Doncaster Road  
Doncaster East Victoria 3109  
Telephone: (03) 9840 2028

### Security register

The security register (share register) is kept at:

AFS & Associates  
61-65 Bull Street  
Bendigo Victoria 3550  
Telephone: (03) 5443 5304

### Company Secretary

Victoria began her journey on the MCEL team in 2009, as an inaugural participant of the company's Junior Observer Program. She then formally re-joined the company as a Board member in 2012 and has since taken on many roles including: Minute Secretary, Company Secretary, Youth Engagement Committee Chair and Director. She holds a number of qualifications, including an Advanced Diploma of Management (HR), a Diploma of Business, a Certificate IV in Training and Education and a Certificate in Governance Practice. Victoria is also expected to complete her Bachelor of Laws (Hons) in 2018.

### Corporate Governance

The company has implemented various corporate governance practices which include:

- (a) Finance 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

		2014	2015	2016	2017	2018
Net profit before tax	\$	67,880	197,140	258,270	304,960	325,960
Total assets	\$	1.255 million	1.266 million	1.342 million	1.418 million	1.678 million
Total liabilities	\$	213,500	244,700	268,500	255,200	431,800
Total equity	\$	1.042 million	1.021 million	1.073 million	1.162 million	1.246 million



Doncaster East **Community Bank**<sup>®</sup> Branch  
900 Doncaster Road, Doncaster East VIC 3109  
Phone: 9840 2028 Fax: 9840 2162

Templestowe Village **Community Bank**<sup>®</sup> Branch  
128 James Street, Templestowe VIC 3106  
Phone: 9846 1455 Fax: 9846 4643

Franchisee: Manningham Community Enterprises Limited  
900 Doncaster Road, Doncaster East VIC 3109  
Phone: 9840 2028 Fax: 9840 2162  
ABN: 69 101 174 270

[www.bendigobank.com.au/doncaster\\_east](http://www.bendigobank.com.au/doncaster_east)  
[www.facebook.com/DoncasterEastTemplestoweVillageCommunityBankBranch](https://www.facebook.com/DoncasterEastTemplestoweVillageCommunityBankBranch)  
BNPAR18009 (10/18)

This Annual Report has been printed on 100% Recycled Paper



**[bendigobank.com.au](http://bendigobank.com.au)**

