



annual report **2012**

Maroondah Community
Enterprises Ltd

ABN 91 103 341 993

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Chairman's report

For year ending 30 June 2012

I am not sure why it seems that time goes faster every year; it may be that as I am now over 40 with two growing teenagers that every day seems shorter than the last, however it only seemed like yesterday that I was writing last year's report.

I was pleased to announce at last year's AGM, we had just purchased our Ringwood East **Community Bank**[®] Branch premises. This has now settled and the community is now the owner of the branch premises. The purpose of purchasing the premises is to ensure the certainty of the branch location, and to establish a foundation to expand the business, without the thought of relocating. Prior to the purchase we received a satisfactory independent building and soil report to ensure that any expansion plans including a second storey are available to us.

This year was financially challenging. Bendigo and Adelaide Bank advised all **Community Bank**[®] companies of their intention to "restore the balance" of the income shared with their **Community Bank**[®] partners. In the new normal world of banking following the Global Financial Crisis, the costs of offshore borrowings increased the funding costs for all Australian banks. The benefits however have been higher than usual deposit rates for our customers. Without changing trailer commission on certain products Bendigo and Adelaide Bank had not adjusted their income share with **Community Bank**[®] companies, which meant the **Community Bank**[®] network was receiving more than the 50/50 income split than was the original **Community Bank**[®] model's intention. Bendigo and Adelaide Bank have commenced changes to rectify this which has meant that compared to last year that if we had not grown our business as we did, our income received would have been around \$100,000 less. Ringwood East and Heathmont **Community Bank**[®] branches did a great job to grow their businesses sufficiently so our overall profitability was maintained.

The **Community Bank**[®] network has returned over \$80 million to community groups in the last 12 years. Your **Community Bank**[®] company, Maroondah Community Enterprises Limited, has now provided benefits of over \$1.2 million to an on behalf of shareholders and community groups in the Maroondah community, all thanks to "U" our customers. The **Community Bank**[®] concept is not just about banking; it is and always has been about the huge opportunities and benefits the local community can derive from the available profits as well as the ability to facilitate community projects.

Ringwood East **Community Bank**[®] Branch had another great year and hit its target of \$15 million of business growth. Congratulations to Ray Tonisson and the staff on their continued efforts in making a difference in our community.

Heathmont **Community Bank**[®] Branch almost reached its business growth target, until they had a large withdrawal a couple of days before the end of the financial year; but still had outstanding growth for the year. Gary Johnston and the staff have once again done a great job.

As with any maturing business, as our company grows, we have required and then employed more staff. This comes with its challenges. This year we have seen the biggest movement of staff which has required many extra hours of meetings and planning. I would like to thank Jan McGannon who heads up our HR committee for all the time she has dedicated to this important role over the last 12 months. Following our regular review of our annual strategic planning day, the Board has made some changes in line with our future direction and we are confident that the changes we have put in place will take your company to its next exciting stage.

It is certainly not mentioned often enough, but here is a big thank "U" to our shareholders and customers, as without your support many of the opportunities that we have been involved with would not have happened. Here are just a few of this year's proud achievements:

- Irabina www.irabina.com in Bayswater- Support for the great work they do providing services for Autistic kids of the area; over \$20,000,
- Sporting Clubs - sporting apparel, new nets, new synthetic cricket mats, new footballs and other equipment including defibrillators; over \$20,000,

Chairman's report (continued)

- Maroondah Hospital - Heart Monitor Machines (with the old equipment going to Haiti to replace theirs destroyed by the earthquake), a new microwave; over \$15,000,
- Local schools - Fridges, microwaves, school garden seats; over \$10,000.

Working with these groups also creates opportunities to work with Maroondah City Council and local government. Our involvement with Norwood Football Club has enabled discussions over the last 12 months for them to receive the approval to carry out a \$1.2 million extension and renovation to their 50 year old club rooms at Mullum Mullum Reserve. These upgrades will enable other community groups to benefit from the improved facilities.

After six months of negotiations and meetings with Bendigo and Adelaide Bank we have also been approved as the community company to launch a **Community Bank**[®] campaign in Croydon. It is the Board's intention to develop a sub committee made up of local community groups, traders and residents to meet on a regular basis to create community awareness of the benefits of having a **Community Bank**[®] branch in their neighbourhood. If you are interested in joining this committee, I urge you to give me a call on 0409 083 775.

The future of the company is very sound, led by a dedicated Board who work really well together. I would like to thank them all for their continued support of my role as Chairman. The role certainly requires many hours of work each week. It has been remiss of me not to thank my wife and kids in previous reports for their understanding, as there are numerous nights a month when I represent the **Community Bank**[®] company that I am not home with the family. Sharon, thank you very much as without your continued support the role certainly would not be as enjoyable.

Next year is our 10th anniversary and we look forward to you joining us in celebrating our achievements and reflect back on the last 10 years as we look forward to the next 10 years with the same ambitious enthusiasm.



Stuart Grieg
Chairman

Ringwood East Manager's report

For year ending 30 June 2012

Another year has passed quickly and it is hard to believe we have now been open for nine years. Next year will be our 10th birthday and we are in the planning phase to mark the occasion.

Together with our sister branch at Heathmont we have given back to the local community over \$1.2 million and this year we will give another significant amount back to various sporting and community groups.

Which other bank in the City of Maroondah has assisted to this level?

We achieved our business growth target of \$15 million and business on the books as at 30 June 2012 was \$172.9 million. Given the current financial climate this is considered even a greater achievement.

The main reason for our continued growth is our involvement with the local community. I make it my business to attend local football matches, local community group fundraisers, and various community group functions. Much of my work is after hours including weekends.

Together with one of my staff members Sheree Foster we have used our BBQ trailer to cook numerous BBQ fundraisers for local community groups. Flipping a few sausages for a few hours can have such a positive outcome especially for smaller groups with limited memberships who find it difficult to raise funds just to survive.

Our branch also hosted two morning teas and raised \$635 for Cancer Council and \$954 for Animal Aid respectively. All staff brought in home made delights and staff who were not rostered on donated their time to ensure the events were a success. Our clients were very supportive of both events and I thank them also for their support.

Our branch provides the booking service for our 21 seater bus, BBQ trailer and marquee. The bus is currently \$154 (includes GST) per day with unlimited kilometres and the BBQ trailer is \$50 per hire (+ \$50 cleaning deposit which is refunded if the trailer is returned clean). Our 3m x 3m marquee is available free.

I am a firm believer in karma and if we do good for our community our business will continue to thrive and grow.

We also provide a very fine banking service with friendly and knowledgeable staff that are willing to go that extra mile to assist our customers.

I don't think it a coincidence that our competitors are taking notice and changing the way they do business.

The Board, our staff and Bendigo and Adelaide Bank partners have all contributed in making our **Community Bank**[®] branch a success and I thank them all for their continued hard work.



Ray Tonisson
Branch Manager

Heathmont Manager's report

For year ending 30 June 2012

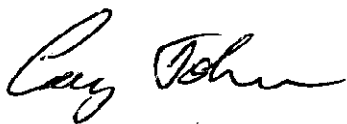
I am now well and truly settled in to the Manager's chair at Heathmont since returning to the branch in March 2011. Thank you to the customers of Heathmont **Community Bank**[®] Branch for their support during the last 12 months. We have a dedicated team at the branch who continues to help our customers achieve their goals and I would like to thank each and every one of the staff who has worked at the Heathmont branch during this time. I would particularly like to officially welcome Katrina Guthrie who joined us in October 2011 and Faye Moye who joined us in December 2011.

Katrina and Faye are part of our team who are committed to service the banking and community needs of the Heathmont people and I encourage our local community to continue to utilise the services our branch provides. As a staff group we plan to take every opportunity to increase our customer base up to and beyond 1,750 customers in the 2012/13 financial year. Our branch provides a comprehensive range of quality investment and lending products and we continue to build our portfolio of accounts in both areas of deposits and loans. Our focus at the branch is to find solutions for our customers and to assist them in achieving their financial goals and we do this by building a relationship with them and matching specific products to their specific needs.

The final business growth achieved by the branch for the end of financial year was \$15.016 million with a net figure of \$7.959 million. We have set our growth target for the 2012/13 financial year at \$13 million including \$1 million of business banking growth.

On a personal level, my highlights for the year have been working closely with Irabina Childhood Autism Services and supporting two of their inaugural fund raising events. The Grand Final week lunch held at the Maroondah Club in September 2011 and the Charity Golf Day held at Eastwood Golf Club in April 2012. Both events were a success and a great opportunity to bring our community together.

I would like to thank our Chairman, Stuart Greig and all of the Directors and members of our committees for their support of the branch and also to our shareholders, customers and community groups for their partnerships. The Heathmont community is a vibrant one with many different clubs, groups, schools and kindergartens which we hope to continue to work with as we know that these organisations are the lifeblood of the community. I encourage members of all the different sports clubs and school communities to choose Heathmont **Community Bank**[®] Branch when it comes to their banking needs. I believe Heathmont is a unique area that includes an excellent shopping strip, a wonderful sports precinct around H.E. Parker Reserve with many schools and services available.



Gary Johnson
Branch Manager

Directors' report

For the financial year ended 30 June 2012

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

Directors

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

Stuart Robert Greig

Chairman

Age: 43

Occupation: Estate Agent and Property Developer

Qualifications, experience and expertise: Stuart has been the Chairman of the company since inception and is actively involved in other community activities including the Ringwood East Traders Association.

Special responsibilities: Member of the Audit, Marketing and Communications and Human Relations Committees

Interest in shares: 4,002

Neville Keith Walker

Treasurer and Secretary

Age: 63

Occupation: Chartered Accountant

Qualifications, experience and expertise: Neville is a Chartered Accountant, Tax Agent and Registered Company Auditor. He has previously been a Board member of a Cricket Club, School Council and Community Health Service.

Special responsibilities: Member of the Audit Committee

Interest in shares: 20,002

Paul Eugene Conway

Director

Age: 60

Occupation: Accountant

Qualifications, experience and expertise: Paul is an accountant and holds Fellow status with CPA. He has over 35 years commercial business and financial management experience with a number of listed entities in Australia and overseas. Paul has a concern for the general well being of the community and is involved in local sporting and business groups within the community.

Special responsibilities: Major Projects Committee

Interest in shares: Nil

William Pirie Sutherland

Director

Age: 64

Occupation: Financial Controller

Qualifications, experience and expertise: Bill is currently a Financial Controller having previously been involved in banking for 29 years and as a retail owner for 13.5 years. He has been involved in the local Lions club for 16 years and the Rotary Club for the same period.

Special responsibilities: Major Projects Committee

Interest in shares: 25,502

Maxwell Ernest Vincent

Director

Age: 82

Occupation: Retired Businessman

Qualifications, experience and expertise: Max ran a successful cabinet making business in Ringwood for over 30 years. A life member of East Ringwood Football Club, a keen supporter and a local sporting identity.

Special responsibilities:

Interest in shares: 120,000

Geoffrey Edwin Secker OAM

Director

Age: 56

Occupation: Self Employed cabinet Maker

Qualifications, experience and expertise: Geoff is a current member of the Heathmont Lions Club, Chair of the Portsea Children's Camp, Chair of the Lexi-Daisy Children's Trust and a life member of the Nunawading Apex Club.

Special responsibilities: Member of the Marketing and Communications Committee

Interest in shares: Nil

Directors' report (continued)

Directors (continued)

Anthony Morris Hart

Director

Age: 64

Occupation: Company Director

Qualifications, experience and expertise: Tony was involved in banking at a senior level for the National Australia Bank for 30 years. He is a member of the Ringwood Chamber of Commerce and the Heathmont Traders Association.

Special responsibilities: Member of the Human Resources Committee

Interest in shares: 1,000

Christopher Henry Monaghan

Director

Age: 54

Occupation: Business Advisor

Qualifications, experience and expertise: Chris has his own Business Advisory company located in Mooroolbark. He is the secretary of the Mt Evelyn Chamber of Commerce and is a Director of Apseed Foundation.

Special responsibilities: Chair of Marketing and Communications Committee

Interest in shares: 500

Janet Ruth McGannon

Director

Age: 52

Occupation: Management Consultant

Qualifications, experience and expertise: Jan has been a Ringwood East resident for over 20 years. She has been a management consultant with her own business for more than 13 years, with extensive experience in working with Government in human resources, industrial relations and organisation development.

Special responsibilities: Chair of Human Resources Committee

Interest in shares: 10,002

Craig John Broadbent (Appointed 27 March 2012)

Director

Age: 48

Occupation: Chief Executive Officer

Qualifications, experience and expertise: Craig has previously been employed in the financial services industry both in a front office and IT role. He now has his own technology company focused on the financial services industry and also holds a leadership role at his local Church.

Special responsibilities: Marketing and Communications Committee

Interest in shares: Nil

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

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

Company Secretary

The company secretary is Neville Keith Walker. He was appointed to the position of secretary on 10 January 2003.

Mr Walker is a Chartered Accountant, Registered Tax Agent and Registered Company Auditor. He has been a partner and director of an accountancy practice since 1981 and for 15 years prior to that was employed by several accounting practices both in Australia and overseas.

Principal Activities

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

There has 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 2012 \$ | Year ended 30 June 2011 \$ |
|--|----------------------------------|----------------------------------|
| | 243,200 | 228,560 |

Remuneration Report

Key Management Personnel Remuneration Policy

There are currently no staff who are directly accountable and responsible for the strategic direction and operational management of the Company. This is primarily the board's role. As a result there are no Specified Executives that require disclosure of remuneration.

Director Remuneration Policy

Remuneration paid to the Directors is not based on Company performance, but rather seen as a means to cover expenses incurred by the Directors as they carry out their duties to the Company. The shareholders agreed at the 2011 Annual General Meeting that the Board be authorised to pay by way of remuneration to the non-executive appointed directors an amount not exceeding the sum of \$30,000 in aggregate per annum for the financial year commencing on 1 July, 2011. Distribution amongst the said directors would be at the discretion of the board with payments to the directors to be made twice yearly, in arrears.

Director Remuneration rates are detailed in the following table and in line with the Director remuneration policy:

| | | \$ |
|----------------------|-------------------|---------------|
| Chairperson | | 13,500 |
| Board members pool | | 10,500 |
| Committee Chairs | - Marketing | 2,400 |
| | - Human resources | 1,800 |
| Additional payments: | - Secretary | 900 |
| | - Treasurer | 900 |
| | | 30,000 |

Directors' report (continued)

Remuneration Report (continued)

Directors Fees

Remuneration received by directors for the financial year were as follows:

| | Position Held | Remuneration Received \$ |
|----------------------------|-----------------------|--------------------------|
| Stuart Robert Greig | Chairman | \$13,500 |
| Neville Keith Walker | Treasurer & Secretary | \$3,113 |
| Christopher Henry Monaghan | Director | \$3,713 |
| Janet Ruth McGannon | Director | \$3,112 |

The following directors were eligible but did not receive any directors remuneration for the financial year:

Paul Eugene Conway
William Pirie Sutherland
Maxwell Ernest Vincent
Geoffrey Edwin Secker OAM

| Dividends | Year Ended 30 June 2012 | |
|---|-------------------------|--------|
| | Cents | \$ |
| Final dividends recommended: | 5.50 | 99,446 |
| Dividends paid in the year: | | |
| - As recommended in the prior year report | 5.00 | 90,405 |

Significant Changes in the State of Affairs

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

Matters Subsequent to the End of the Financial Year

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

Likely Developments

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

Environmental Regulation

The company is not subject to any significant environmental regulation.

Directors' report (continued)

Directors' Benefits

No director has received or become entitled to receive, during or since the financial year, a benefit because of a contract made by the company, controlled entity or related body corporate with a director, a firm which a director is a member or an entity in which a director has a substantial financial interest except as disclosed in note 20 to the financial statements. This statement excludes a benefit included in the aggregate amount of emoluments received or due and receivable by directors shown in the company's accounts, or the fixed salary of a full-time employee of the company, controlled entity or related body corporate.

Indemnification and Insurance of Directors and Officers

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

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

Directors' Meetings

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

| Director | Board Meetings Attended | | Committee Meetings Attended | | | | | |
|----------------------------|-------------------------|----------|-----------------------------|----------|-----------|----------|-----------------|----------|
| | Eligible | Attended | Audit | | Marketing | | Human Resources | |
| | | | Eligible | Attended | Eligible | Attended | Eligible | Attended |
| Stuart Robert Greig | 14 | 14 | 2 | 2 | 11 | 9 | 5 | 5 |
| Neville Keith Walker | 14 | 12 | 2 | 2 | - | - | - | - |
| Paul Eugene Conway | 14 | 12 | - | - | - | - | - | - |
| William Pirie Sutherland | 14 | 14 | - | - | - | - | - | - |
| Maxwell Ernest Vincent | 14 | 14 | - | - | - | - | - | - |
| Geoffrey Edwin Secker OAM | 14 | 9 | - | - | 11 | 9 | - | - |
| Anthony Morris Hart | 14 | 3 | - | - | - | - | 5 | 0 |
| Christopher Henry Monaghan | 14 | 14 | - | - | 11 | 11 | - | - |
| Janet Ruth McGannon | 14 | 11 | - | - | - | - | 5 | 5 |
| Craig John Broadbent | 5 | 5 | - | - | 4 | 4 | - | - |

Directors' report (continued)

Non Audit Services

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

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

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

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

Auditors' Independence Declaration

A copy of the auditors' independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 12.

Signed in accordance with a resolution of the board of directors at Ringwood East, Victoria on 21 September 2012.



Stuart Robert Greig, Chairman



Neville Keith Walker, Director


Auditor's independence declaration



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

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

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



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

Dated: 21 September 2012

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Financial statements

Statement of Comprehensive Income for the Year Ended 30 June 2012

| | Note | 2012 \$ | 2011 \$ |
|--|------|----------------|----------------|
| Revenues from ordinary activities | 4 | 2,136,525 | 1,894,219 |
| Employee benefits expense | | (1,024,728) | (789,543) |
| Charitable donations, sponsorship, advertising and promotion | | (188,551) | (203,015) |
| Occupancy and associated costs | | (100,592) | (123,816) |
| Systems costs | | (39,075) | (43,319) |
| Depreciation and amortisation expense | 5 | (147,040) | (157,711) |
| Finance costs | 5 | (24,514) | (5,269) |
| General administration expenses | | (280,493) | (236,233) |
| Profit before income tax expense | | 331,532 | 335,313 |
| Income tax expense | 6 | (88,332) | (106,753) |
| Profit after income tax expense | | 243,200 | 228,560 |
| Total comprehensive income for the year | | 243,200 | 228,560 |
| Earnings per share (cents per share) | | c | c |
| - basic for profit for the year | 23 | 13.45 | 12.64 |

The accompanying notes form part of these financial statements.

Financial statements (continued)

Balance Sheet as at 30 June 2012

| | Note | 2012 \$ | 2011 \$ |
|--------------------------------------|------|------------------|------------------|
| ASSETS | | | |
| Current Assets | | | |
| Cash and cash equivalents | 7 | 985,785 | 1,079,040 |
| Trade and other receivables | 8 | 233,186 | 185,335 |
| Total Current Assets | | 1,218,971 | 1,264,375 |
| Non-Current Assets | | | |
| Property, plant and equipment | 9 | 1,138,593 | 298,904 |
| Intangible assets | 10 | 36,634 | 66,415 |
| Deferred tax assets | 11 | 83,993 | 57,643 |
| Total Non-Current Assets | | 1,259,220 | 422,962 |
| Total Assets | | 2,478,191 | 1,687,337 |
| LIABILITIES | | | |
| Current Liabilities | | | |
| Trade and other payables | 12 | 72,691 | 55,902 |
| Current tax liabilities | 11 | 67,638 | 83,373 |
| Borrowings | 13 | 69,228 | - |
| Provisions | 14 | 168,744 | 152,383 |
| Total Current Liabilities | | 378,301 | 291,658 |
| Non-Current Liabilities | | | |
| Borrowings | 13 | 550,332 | - |
| Provisions | 14 | 52,676 | 42,551 |
| Total Non-Current Liabilities | | 603,008 | 42,551 |
| Total Liabilities | | 981,309 | 334,209 |
| Net Assets | | 1,496,882 | 1,353,128 |
| Equity | | | |
| Issued capital | 15 | 1,073,286 | 1,073,286 |
| Retained earnings | 16 | 423,596 | 279,842 |
| Total Equity | | 1,496,882 | 1,353,128 |

The accompanying notes form part of these financial statements.

Financial statements (continued)

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

| | Issued Capital \$ | Retained Earnings \$ | Total Equity \$ |
|--|-------------------------|----------------------------|-----------------------|
| Balance at 1 July 2010 | 1,073,286 | 141,687 | 1,214,973 |
| Total comprehensive income for the year | - | 228,560 | 228,560 |
| Transactions with owners in their capacity as owners: | | | |
| Shares issued during period | - | - | - |
| Costs of issuing shares | - | - | - |
| Dividends provided for or paid | - | (90,405) | (90,405) |
| Balance at 30 June 2011 | 1,073,286 | 279,842 | 1,353,128 |
| Balance at 1 July 2011 | 1,073,286 | 279,842 | 1,353,128 |
| Total comprehensive income for the year | - | 243,200 | 243,200 |
| Transactions with owners in their capacity as owners: | | | |
| Shares issued during period | - | - | - |
| Costs of issuing shares | - | - | - |
| Dividends provided for or paid | - | (99,446) | (99,446) |
| Balance at 30 June 2012 | 1,073,286 | 423,596 | 1,496,882 |

The accompanying notes form part of these financial statements.

Financial statements (continued)

Statement of Cashflows for the Year Ended 30 June 2012

| | Note | 2012 \$ | 2011 \$ |
|---|-------------|------------------|------------------|
| Cash Flows From Operating Activities | | | |
| Receipts from customers | | 2,259,341 | 2,009,925 |
| Payments to suppliers and employees | | (1,825,960) | (1,576,435) |
| Interest received | | 55,537 | 58,475 |
| Interest paid | | (24,514) | (5,269) |
| Income taxes paid | | (130,416) | (82,059) |
| Net cash provided by operating activities | 17 | 333,988 | 404,637 |
| Cash Flows From Investing Activities | | | |
| Payments for property, plant and equipment | | (956,397) | (4,100) |
| Net cash used in investing activities | | (956,397) | (4,100) |
| Cash Flows From Financing Activities | | | |
| Proceeds from borrowings | | 630,000 | - |
| Repayment of borrowings | | (10,440) | (63,251) |
| Dividends paid | | (90,406) | (72,356) |
| Net cash provided by/(used in) financing activities | | 529,154 | (135,607) |
| Net increase/(decrease) in cash held | | (93,255) | 264,930 |
| Cash and cash equivalents at the beginning of the financial year | | 1,079,040 | 814,110 |
| Cash and cash equivalents at the end of the financial year | 7(a) | 985,785 | 1,079,040 |

The accompanying notes form part of these financial statements.

Notes to the financial statements

For year ended 30 June 2012

Note 1. Summary of Significant Accounting Policies

a) Basis of Preparation

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

Compliance with IFRS

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

Critical accounting estimates

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

Historical cost convention

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

Comparative figures

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

Adoption of new and revised Accounting Standards

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

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

Economic dependency - Bendigo and Adelaide Bank Limited

The company has entered into a franchise agreement with Bendigo and Adelaide Bank Limited that governs the management of the **Community Bank**[®] branches at Ringwood East and Heathmont.

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

a) Basis of Preparation (continued)

Economic dependency - Bendigo and Adelaide Bank Limited (continued)

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

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

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

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

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

b) Revenue

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

Revenue calculation

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

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

b) Revenue (continued)

Revenue calculation (continued)

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

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

c) Income Tax

Current tax

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

Deferred tax

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

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

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

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

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

c) Income Tax (continued)

Current and deferred tax for the period

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

d) Employee Entitlements

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

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

e) Cash and Cash Equivalents

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

f) Trade Receivables and Payables

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

g) Property, Plant and Equipment

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

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

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

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

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

h) Intangibles

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

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

i) Payment Terms

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

j) Borrowings

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

k) Financial Instruments

Recognition and initial measurement

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

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

Derecognition

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

Classification and subsequent measurement

(i) Loans and receivables

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

(ii) Held-to-maturity investments

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

(iii) Financial liabilities

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

Impairment

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

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

l) Leases

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

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

m) Provisions

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

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

n) Contributed Equity

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

o) Earnings Per Share

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

p) Goods and Services Tax

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

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

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

Notes to the financial statements (continued)

Note 2. Financial Risk Management

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

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

(i) Market risk

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

(ii) Price risk

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

(iii) Credit risk

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

(iv) Liquidity risk

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

(v) Cash flow and fair value interest rate risk

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

(vi) Capital management

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

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

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

Notes to the financial statements (continued)

Note 2. Financial Risk Management (continued)

(vi) Capital management (continued)

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

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

Note 3. Critical Accounting Estimates and Judgements

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

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

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

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

Taxation

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

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

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

Estimation of useful lives of assets

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

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 consolidated entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

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

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

| | 2012 \$ | 2011 \$ |
|--|------------------|------------------|
| Note 4. Revenue from Ordinary Activities | | |
| Operating activities: | | |
| - services commissions | 2,071,186 | 1,835,502 |
| - other revenue | 10,507 | 6,791 |
| Total revenue from operating activities | 2,081,693 | 1,842,293 |
| Non-operating activities: | | |
| - interest received | 54,832 | 51,926 |
| Total revenue from non-operating activities | 54,832 | 51,926 |
| Total revenues from ordinary activities | 2,136,525 | 1,894,219 |

Notes to the financial statements (continued)

| | Note | 2012 \$ | 2011 \$ |
|-------------------------------------|------|----------------|----------------|
| Note 5. Expenses | | | |
| Depreciation of non-current assets: | | | |
| - plant and equipment | | 29,052 | 23,046 |
| - leasehold improvements | | 87,657 | 104,883 |
| Amortisation of non-current assets: | | | |
| - borrowing expenses | | 549 | - |
| - franchise agreement | | 4,297 | 4,297 |
| - franchise renewal fee | | 25,485 | 25,485 |
| | | 147,040 | 157,711 |
| Finance costs: | | | |
| - interest paid | | 24,514 | 5,269 |
| Bad debts | | 5,172 | 8,512 |

Note 6. Income Tax Expense

The components of tax expense comprise:

| | | | |
|---|--|---------------|----------------|
| - Current tax | | 127,429 | 133,567 |
| - Movement in deferred tax | | (26,350) | (26,814) |
| - Over provision of tax in the prior period | | (12,747) | - |
| | | 88,332 | 106,753 |

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

| | | | |
|---|----|----------------|----------------|
| Operating profit | | 331,532 | 335,313 |
| Prima facie tax on profit from ordinary activities at 30% | | 99,459 | 100,594 |
| Add tax effect of: | | | |
| - non-deductible expenses | | 6,212 | 10,747 |
| - timing difference expenses | | 26,350 | 26,818 |
| - blackhole expenses | | (4,592) | (4,592) |
| | | 127,429 | 133,567 |
| Movement in deferred tax | 11 | (26,350) | (26,814) |
| Over provision of income tax in the prior year | | (12,747) | - |
| | | 88,332 | 106,753 |

Notes to the financial statements (continued)

| | 2012 \$ | 2011 \$ |
|--|----------------|------------------|
| Note 7. Cash and Cash Equivalents | | |
| Cash at bank and on hand | 142,782 | 96,252 |
| Term deposits | 843,003 | 982,788 |
| | 985,785 | 1,079,040 |

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

Note 7.(a) Reconciliation of cash

| | | |
|--------------------------|----------------|------------------|
| Cash at bank and on hand | 142,782 | 96,252 |
| Term deposits | 843,003 | 982,788 |
| | 985,785 | 1,079,040 |

Note 8. Trade and Other Receivables

| | | |
|--------------------------------|----------------|----------------|
| Trade receivables | 183,278 | 152,753 |
| Other receivables and accruals | 11,121 | 11,826 |
| Prepayments | 38,787 | 20,756 |
| | 233,186 | 185,335 |

Note 9. Property, Plant and Equipment

Land and buildings

| | | |
|----------------|----------------|---|
| At cost | 950,579 | - |
|----------------|----------------|---|

Plant and equipment

| | | |
|-------------------------------|---------------|---------------|
| At cost | 188,926 | 183,107 |
| Less accumulated depreciation | (134,711) | (105,659) |
| | 54,215 | 77,448 |

Leasehold improvements

| | | |
|-------------------------------|----------------|----------------|
| At cost | 397,887 | 397,887 |
| Less accumulated depreciation | (264,088) | (176,431) |
| | 133,799 | 221,456 |

| | | |
|----------------------------------|------------------|----------------|
| Total written down amount | 1,138,593 | 298,904 |
|----------------------------------|------------------|----------------|

Notes to the financial statements (continued)

| | 2012 \$ | 2011 \$ |
|---|------------------|----------------|
| Note 9. Property, Plant and Equipment (continued) | | |
| Movements in carrying amounts: | | |
| Land and buildings | | |
| Carrying amount at beginning | - | - |
| Additions | 950,579 | - |
| Disposals | - | - |
| Less: depreciation expense | - | - |
| | 950,579 | - |
| Carrying amount at end | 77,448 | 98,544 |
| Additions | 5,818 | 1,950 |
| Disposals | - | - |
| Less: depreciation expense | (29,051) | (23,046) |
| Carrying amount at end | 54,215 | 77,448 |
| Leasehold improvements | | |
| Carrying amount at beginning | 221,456 | 324,190 |
| Additions | - | 2,150 |
| Disposals | - | - |
| Less: depreciation expense | (87,657) | (104,884) |
| Carrying amount at end | 133,799 | 221,456 |
| Total written down amount | 1,138,593 | 298,904 |

Note 10. Intangible Assets

Franchise fee

| | | |
|--------------------------------|--------------|--------------|
| At cost | 21,484 | 21,484 |
| Less: accumulated amortisation | (16,379) | (12,082) |
| | 5,105 | 9,402 |

Renewal processing fee

| | | |
|----------------------------------|---------------|---------------|
| At cost | 127,425 | 127,425 |
| Less: accumulated amortisation | (95,896) | (70,412) |
| | 31,529 | 57,013 |
| Total written down amount | 36,634 | 66,415 |

Notes to the financial statements (continued)

| | 2012 \$ | 2011 \$ |
|--|---------------|---------------|
| Note 11. Tax | | |
| Current: | | |
| Income tax payable | 67,638 | 83,373 |
| Non-Current: | | |
| Deferred tax assets | | |
| - accruals | | |
| - employee provisions | 36,578 | 31,344 |
| - depreciation | 47,415 | 26,299 |
| | 83,993 | 57,643 |
| Net deferred tax asset | 83,993 | 57,643 |
| Movement in deferred tax charged to statement of comprehensive income | 26,350 | 26,814 |

Note 12. Trade and Other Payables

| | | |
|------------------------------|---------------|---------------|
| Trade creditors | 22,148 | 14,733 |
| Other creditors and accruals | 50,543 | 41,169 |
| | 72,691 | 55,902 |

Note 13. Borrowings

| | | |
|---------------------|----------------|---|
| Current: | | |
| Bank loans | 69,228 | - |
| | 69,228 | - |
| Non-Current: | | |
| Bank loans | 550,332 | - |
| | 550,332 | - |

During the year the company borrowed funds from Bendigo and Adelaide Bank Limited to purchase the property located at 62 Railway Avenue, Ringwood East. The loan is repayable monthly with the final instalment due on 21 December 2026. Interest is recognised at an average rate of 6.89% . The loan is secured by a first mortgage over the property and a fixed and floating charge over the company's assets.

Notes to the financial statements (continued)

| | 2012 \$ | 2011 \$ |
|---|----------------|----------------|
| Note 14. Provisions | | |
| Current: | | |
| Provision for annual leave | 69,249 | 61,928 |
| Provision for dividend | 99,495 | 90,455 |
| | 168,744 | 152,383 |
| Non-Current: | | |
| Provision for long service leave | 52,676 | 42,551 |
| Number of employees at year end | 13 | 13 |

Note 15. Contributed Equity

| | | |
|---|------------------|------------------|
| 1,808,118 Ordinary shares fully paid (2011:1,808,118) | 1,148,109 | 1,148,109 |
| Less: equity raising expenses | (74,823) | (74,823) |
| | 1,073,286 | 1,073,286 |

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.

Notes to the financial statements (continued)

Note 15. Contributed Equity (continued)

Prohibited shareholding interest

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

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

- They control or own 10% or more of the shares in the company (the “10% limit”).
- In the opinion of the board they do not have a close connection to the community or communities in which the company predominantly carries on business (the “close connection test”).
- Where the person is a shareholder, after the transfer of shares in the company to that person the number of shareholders in the company is (or would be) lower than the base number (the “base number test”). The base number is 386. As at the date of this report, the company had 418 shareholders.

As with voting rights, the purpose of this prohibited shareholding provision is to reflect the community-based nature of the company.

Where a person has a prohibited shareholding interest, the voting and dividend rights attaching to the shares in which the person (and his or her associates) have a prohibited shareholding interest, are suspended.

The board has the power to request information from a person who has (or is suspected by the board of having) a legal or beneficial interest in any shares in the company or any voting power in the company, for the purpose of determining whether a person has a prohibited shareholding interest. If the board becomes aware that a member has a prohibited shareholding interest, it must serve a notice requiring the member (or the member’s associate) to dispose of the number of shares the board considers necessary to remedy the breach. If a person fails to comply with such a notice within a specified period (that must be between three and six months), the board is authorised to sell the specified shares on behalf of that person. The holder will be entitled to the consideration from the sale of the shares, less any expenses incurred by the board in selling or otherwise dealing with those shares.

In the constitution, members acknowledge and recognise that the exercise of the powers given to the board may cause considerable disadvantage to individual members, but that such a result may be necessary to enforce the prohibition.

| | 2012 | 2011 |
|--|----------------|----------------|
| | \$ | \$ |
| Note 16. Retained Earnings | | |
| Balance at the beginning of the financial year | 279,842 | 141,687 |
| Net profit from ordinary activities after income tax | 243,200 | 228,560 |
| Dividends paid or provided for | (99,446) | (90,405) |
| Balance at the end of the financial year | 423,596 | 279,842 |

Notes to the financial statements (continued)

| | 2012 \$ | 2011 \$ |
|--|----------------|----------------|
| Note 17. Statement of Cashflows | | |
| Reconciliation of profit from ordinary activities after tax to net cash provided by operating activities | | |
| Profit from ordinary activities after income tax | 243,200 | 228,560 |
| Non cash items: | | |
| - depreciation | 116,709 | 127,929 |
| - amortisation | 30,331 | 29,782 |
| Changes in assets and liabilities: | | |
| - (increase)/decrease in receivables | (38,224) | 1,573 |
| - (increase)/decrease in other assets | (36,526) | (26,814) |
| - increase/(decrease) in payables | 16,787 | (9,618) |
| -increase/(decrease) in provisions | 17,445 | 1,716 |
| -increase/(decrease) in current tax liabilities | (15,734) | 51,509 |
| Net cashflows provided by operating activities | 333,988 | 404,637 |

Note 18. Leases

Operating lease commitments

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

Payable - minimum lease payments

| | | |
|---------------------------------|---------------|----------------|
| - not later than 12 months | 25,267 | 69,312 |
| - between 12 months and 5 years | - | 84,597 |
| - greater than 5 years | | |
| | 25,267 | 153,909 |

Until December 2011 the Ringwood East branch operated from leased premises.

On 20 December 2011 the company acquired the premises and the lease was extinguished. Heathmont's lease is due to expire in May 2013 but the agreement allows for an additional two terms. Rent is payable monthly in advance.

Note 19. Auditors' Remuneration

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

| | | |
|-----------------------------|--------------|--------------|
| - audit and review services | 2,400 | 3,788 |
| - non audit services | 1,405 | - |
| | 3,805 | 3,788 |

Notes to the financial statements (continued)

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

Note 20. Director and Related Party Disclosures

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

Stuart Robert Greig
 Neville Keith Walker
 Paul Eugene Conway
 William Pirie Sutherland
 Maxwell Ernest Vincent
 Geoffrey Edwin Secker OAM
 Anthony Morris Hart
 Christopher Henry Monaghan
 Janet Ruth McGannon
 Craig John Broadbent

The following director's were paid fees during the year in accordance with Board policy:

| | | |
|----------------------------|--------|---|
| Stuart Robert Greig | 13,500 | - |
| Neville Keith Walker | 3,113 | - |
| Christopher Henry Monaghan | 3,713 | - |
| Janet Ruth McGannon | 3,112 | - |

A number of director's, although eligible to receive director's fees, declined payment.

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated:

Transactions with related parties:

Other related parties

| | | |
|---|--------|--------|
| Focus Financial Group, a company associated with Neville Keith Walker supplied goods or services to the value of | 13,288 | 12,400 |
| S & S Properties Pty Ltd, a company associated with Stuart Robert Greig supplied goods or services to the value of | 5,000 | - |
| Chris Monaghan Consulting and Beaumont Advisory, firms associated with Christopher Henry Monaghan supplied goods and services to the value of | 5,000 | - |
| Stonebridge Systems, a company associated with Craig John Broadbent supplied goods or services to the value of | 2,957 | - |
| AGS Systems, a company associated with Geoffrey Edwin Secker supplied goods or services to the value of | - | 800 |

Notes to the financial statements (continued)

Note 20. Director and Related Party Disclosures (continued)

| Directors' Shareholdings | 2012 | 2011 |
|---------------------------------|-------------|-------------|
| Stuart Robert Greig | 4,002 | 4,002 |
| Neville Keith Walker | 20,002 | 20,002 |
| Paul Eugene Conway | - | - |
| William Pirie Sutherland | 25,502 | 25,502 |
| Maxwell Ernest Vincent | 120,000 | 120,000 |
| Geoffrey Edwin Secker OAM | - | - |
| Anthony Morris Hart | 1,000 | 1,000 |
| Christopher Henry Monaghan | 500 | 500 |
| Janet Ruth McGannon | 10,002 | 10,002 |
| Craig John Broadbent | - | - |

There was no movement in directors' shareholdings during the year.

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

Note 21. Dividends Paid or Provided

a. Dividends paid during the year

| | | |
|---|---------------|---------------|
| Prior year proposed final | | |
| 100% (2011: 100%) franked dividend - 5 cents (2010: 4 cents) per share | 90,405 | 72,325 |

b. Dividends proposed and recognised as a liability

| | | |
|---|---------------|---------------|
| Current year final dividend | | |
| 100% (2012: 100%) franked dividend - 5.5 cents (2011: 5 cents) per share | 99,445 | 90,405 |

Dividends proposed will be franked at a rate of 30% (2011: 30%).

Notes to the financial statements (continued)

| | 2012 \$ | 2011 \$ |
|--|----------------|----------------|
| Note 21. Dividends Paid or Provided (continued) | | |
| c. Franking account balance | | |
| Franking credits available for subsequent reporting periods are: | | |
| - franking account balance as at the end of the financial year | 264,358 | 172,687 |
| - franking credits that will arise from payment of income tax payable as at the end of the financial year | 76,252 | 83,373 |
| - franking debits that will arise from the payment of dividends recognised as a liability at the end of the financial year | (42,619) | (38,745) |
| Franking credits available for future financial reporting periods: | 297,991 | 217,315 |
| - 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 | - | - |
| Net franking credits available | 297,991 | 217,315 |

Note 22. Key Management Personnel Disclosures

No director of the company receives remuneration for services as a company director or committee member other than as disclosed in Note 20.

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

Note 23. Earnings Per Share

| | | |
|--|---------------|---------------|
| (a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share | 243,200 | 228,560 |
| | Number | Number |
| (b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share | 1,808,118 | 1,808,118 |

Note 24. Events Occurring After the Balance Sheet Date

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

Note 25. Contingent Liabilities

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

Notes to the financial statements (continued)

Note 26. Segment Reporting

The economic entity operates in the service sector where it facilitates **Community Bank**[®] services in Ringwood East and Heathmont pursuant to a franchise agreement with Bendigo and Adelaide Bank Limited.

Note 27. Registered Office/Principal Place of Business

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

| | |
|---------------------------|-----------------------------|
| Registered Office | Principal Place of Business |
| Level 1, 2 Railway Avenue | 62 Railway Avenue |
| Ringwood East Vic 3135 | Ringwood East Vic 3135 |

Note 28. Financial Instruments

Net Fair Values

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

Credit Risk

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

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

Interest Rate Risk

| Financial instrument | Floating interest rate | | Fixed interest rate maturing in | | | | | | Non interest bearing | | Weighted average effective interest rate | |
|------------------------------|------------------------|-----------|---------------------------------|---------|-------------------|---------|--------------|---------|----------------------|---------|--|--------|
| | | | 1 year or less | | Over 1 to 5 years | | Over 5 years | | | | | |
| | 2012 \$ | 2011 \$ | 2012 \$ | 2011 \$ | 2012 \$ | 2011 \$ | 2012 \$ | 2011 \$ | 2012 \$ | 2011 \$ | 2012 % | 2011 % |
| Financial Assets | | | | | | | | | | | | |
| Cash and cash equivalents | 985,785 | 1,079,040 | - | - | - | - | - | - | - | - | 5.31 | 5.05 |
| Receivables | - | - | - | - | - | - | - | - | 223,559 | 185,335 | N/A | N/A |
| Financial Liabilities | | | | | | | | | | | | |
| Interest bearing liabilities | 619,560 | - | - | - | - | - | - | - | - | - | 6.89 | 0.00 |
| Payables | - | - | - | - | - | - | - | - | 72,690 | 55,902 | N/A | N/A |

Directors' declaration

In accordance with a resolution of the directors of Maroondah 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 2012 and of its performance for the financial year ended on that date; and
 - (ii) complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
- (b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.
- (c) the audited remuneration disclosures set out in the remuneration report section of the directors' report comply with Accounting Standard AASB124 Related Party Disclosures and the Corporations Regulations 2001.

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



Stuart Robert Greig, Chairman



Neville Keith Walker, Director

Signed on the 21st of September 2012.

Independent audit report



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

Report on the financial report

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

Directors' responsibility for the financial report

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

Auditor's responsibility

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

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

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

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

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

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Independent audit report (continued)

Independence

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

Auditor's opinion on the financial report

In our opinion:


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

Report on the remuneration report

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

Auditor's opinion

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



David Hutchings
Andrew Frewin Stewart
61 Bull Street Bendigo Vic 3550

Dated: 21 September 2012

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