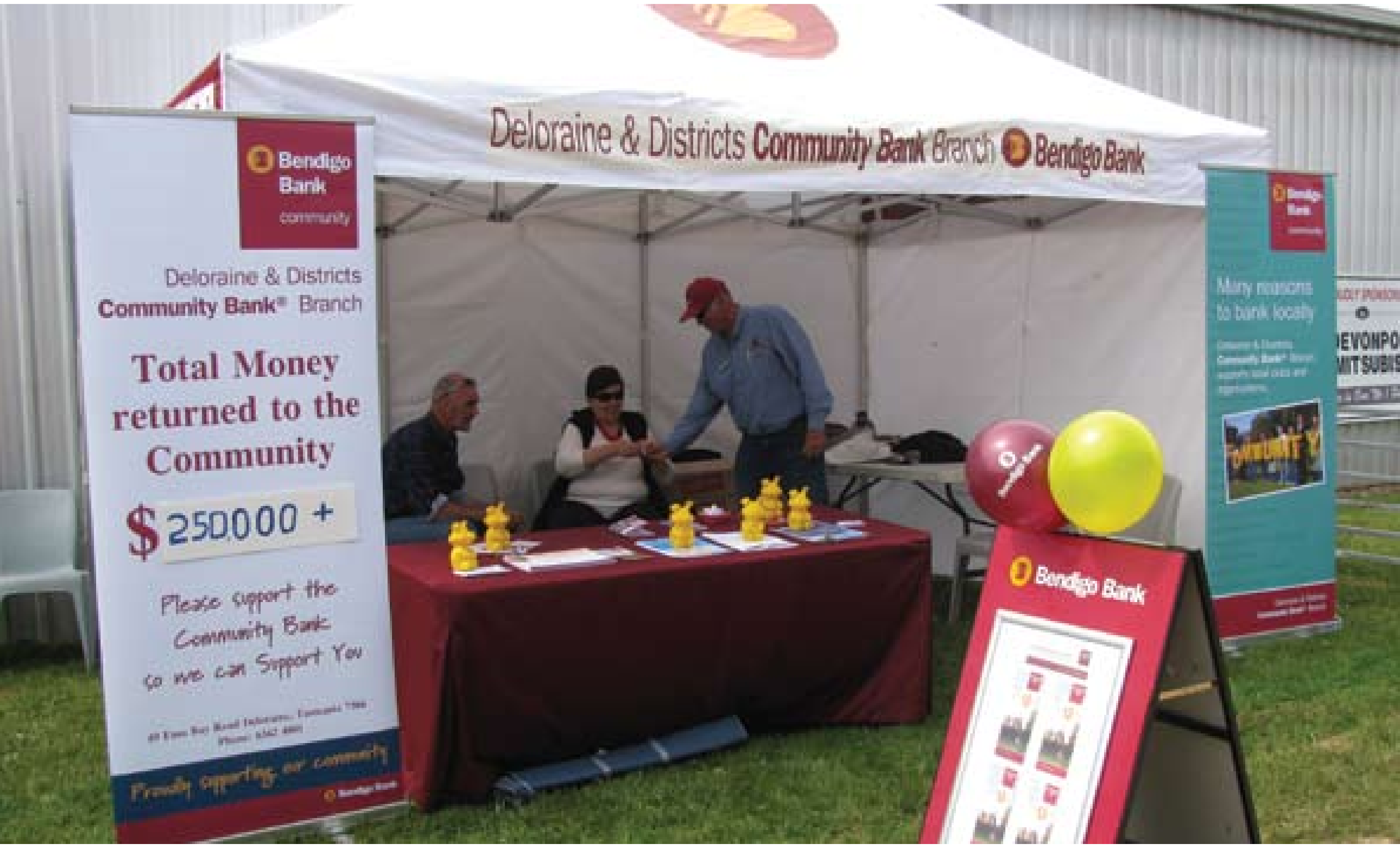


Meander Valley Financial Services Ltd

ABN 27 111 858 078

ANNUAL REPORT 2013

Deloraine & Districts **Community Bank®** Branch

Contents

Chairman's report

For year ending 30 June 2013

Our company has experienced an extremely rewarding and successful year. The staff of the branch, inspired by the leadership of our Branch Manager, Darren Rumble, and supported by the Board, have again shown wonderful commitment and dedication which has resulted in a footings growth of 14.3% (total in branch) and a rise of 132 new customers on the branch's books. Our growing partnership with Rural Bank has been a strong factor in our ability to service our local rural community. In addition, we have seen good growth in account numbers of 4% over the 2012/13 Financial Year.

Our staff and Board's commitment to these excellent results has been outstanding, and we are all working very hard to continue to grow the business, secure and enhance our profitability, and continue to build our returns to the community and our shareholders. As part of our management strategy we continue to employ a strict cost management policy in line with best business practice. In this respect we are appreciative of the strong support we are provided with from our Bendigo and Adelaide Bank Limited partners.

This year we have paid our third dividend since establishing the company, of 8c (unfranked) per share and returned over $140,000 to community organisations in grants, sponsorships, donations and our first tertiary scholarship. We will continue to support our community through these means whilst also looking for opportunities to develop partnership arrangements with other funding bodies to address potential projects.

These encouraging results have taken place in a rapidly changing and increasingly complex banking environment. One of the most signal consequences of the 2009/10 GFC has been a world-wide tightening of banking controls impacting on the banking practices of the Australian financial system. Our staff are now working in a rapidly evolving and complex regulatory environment where constant change is the norm. **Community Bank®** company Boards are also being required to respond to an increasing level of statutory governance including risk management.

This is what is being termed "the new normal" for the banking sector-a growing emphasis on banking practices control and regulation, and on Board governance and risk management generally.

We are well-positioned to meet these challenges. As our branch grows, the support we are able provide to our community will grow. As Directors and shareholders of our locally owned community company, we can all assist by ensuring that we are all not only supporting the branch with our own business but also explaining the benefits of the **Community Bank®** concept to the the wider community and encouraging others in our networks to support the branch.

Every one of our volunteer Directors has demonstrated an enormous depth of commitment to the company partnered with a true vision for the community. This year we have welcomed two new Directors to the Board. Graham Dent, who has an extensive rural and business background and brings a voice from the Eastern end of Meander Valley to the Board table, and Anne Harvey, well known and respected for her community involvement, and background in the farming and education sectors in Deloraine. All on the Board continue to be actively involved in ensuring the business continues to achieve the best outcomes for our shareholders, customers, community and staff.

On behalf of the Board of Directors I would like to recognise and thank our staff: Kim and Kim, Susan, Judy, Kristy and Darren and all those volunteering on our Board for their support and dedication over the past 12 months.

I encourage you, our shareholders, to help us achieve our goals by both banking with us and advocating for our **Community Bank®** branch. Together we will continue to build our capacity to make a positive difference in our region.

Lynett A Hayward

Lynn Hayward
Chair

Manager's report

For year ending 30 June 2013

I have now been in my role for five years and how things have changed. The streetscapes of our towns are very different than when I first became Branch Manager and some of our major industries have closed or are struggling to compete on the world stage.

The profession of banking has also changed a great deal with tougher regulatory compliance, tightening of lending criteria and reduced real-estate prices providing some real challenges. Data governance, analysis and reporting are taking up greater percentages of the branch's time. Although this sounds clinical, I believe this has led to a better and more concise understanding of our customers and their needs. As we deepen these relationships the benefit is mutual for our customers, the branch and our community. Our customers are receiving a professional holistic approach to their financial wellbeing, the branch benefits from a diversification of products and knowledge and the community reaps the rewards from a sustainable **Community Bank®** model.

Apart from the nuts and bolts of daily banking practices, the branch and the Meander Valley Financial Services Limited (MVFSL) Board have achieved some truly remarkable things. We conducted our most successful Community Enterprise Foundation™ grant round to date in April this year, and we have come very close to dispersing $200,000 back to the community (including a shareholder dividend in November 2012) in this financial year. We continued our breakfast programme with Deloraine Primary School which has been such a success that it has been expanded to two days a week.

We have seen Bendigo and Adelaide Bank Limited's fully owned subsidiary, Rural Bank, become a growing player in the agri-business market in Tasmania from which our branch has truly benefitted. To have a specialist Agricultural Lender whose specific products, services and staff can tailor a package to not only satisfy most agricultural needs but also return the benefit of the products and services back to communities via the **Community Bank®** model is truly first class and unprecedented in Australian banking. Supporting our local communities with our banking is more imperative than ever as we see the trend of community resources and equity flowing away to the larger regional centres.

I would like to thank my staff for their wonderful work, the MVFS Board for their assistance and tireless efforts for the community and our wonderful customers and shareholders for their support.

We often speak about making our money work harder for us to provide a greater return. What better way to make that money work than by investing into our own communities via Deloraine & Districts **Community Bank®** Branch; in this way we all benefit and in the process help to make our communities better places to live and secure them a viable and prosperous future.

Darren Rumble
Branch Manager

Bendigo and Adelaide Bank report

For year ending 30 June 2013

This year has marked two very significant milestones for our **Community Bank®** network, celebrating its 15th anniversary of operation while also reaching $100 million in community contributions. Both achievements could not have been accomplished without your ongoing support as shareholders and customers.

The **Community Bank®** network has grown considerably since it was first launched in 1998, in partnership with the people from the western Victorian farming towns of Rupanyup and Minyip. For these communities the **Community Bank®** model was seen as a way to restore branch banking services to the towns, after the last of the major banks closed its services. But in the years since, the **Community Bank®** model has become so much more.

The **Community Bank®** network has returned more than $20 million in contributions to local communities in this financial year alone. Our branches have been able to fund health services, sports programs, aged care facilities, education initiatives, community events and much more.

These contributions have come at a time of continued economic uncertainty, and shows the high level of support the **Community Bank®** model has in the communities in which it operates.

While our established branches grow their business at a healthy rate, demand for the model in other communities continues to be strong. There are currently another 40 **Community Bank®** sites in development, and 15 new branches are expected to open in the next 12 months.

At the end of the financial year 2012/13 the **Community Bank®** network had achieved the following:

- Returns to community – $102 million
- **Community Bank®** branches – 298
- **Community Bank®** branch staff – more than 1,460
- **Community Bank®** company Directors – 1,925
- Banking business – $24.46 billion
- Customers – 640,159
- Shareholders – 72,062
- Dividends paid to shareholders since inception – $30.88 million.

Almost 300 communities have now partnered with Bendigo and Adelaide Bank, to not only enhance banking services, but more importantly take the profits their banking business generates and reinvest it in local groups and projects that will ultimately strengthen their community. This $100 million goes to new community facilities, improved services, more opportunities for community engagement activities and generally speaking, a more prosperous society.

The communities we partner with also have access to Bendigo and Adelaide Bank's extensive range of other community building solutions including the Community Enterprise Foundation™ (philanthropic arm), Community Sector Banking (banking service for not-for-profit organisations), Generation Green™ (environment and sustainability initiative), Community Telco® (telecommunications solution), tertiary education scholarships and Community Enterprises that provide **Community Bank®** companies with further development options.

In Bendigo and Adelaide Bank, your **Community Bank®** company has a committed and strong partner and over the last financial year our company has continued its solid performance.

Bendigo and Adelaide Bank report (continued)

Bendigo and Adelaide Bank remains one of the few banks globally to be awarded an upgraded credit rating since the onset of the Global Financial Crisis. Our Bank continues to be rated at least "A-" by Standard & Poor's, Moody's and Fitch in recognition of its strong performance in the face of what continues to be a challenging economic environment.

While continued ratings affirmation is a welcome boost for the Bank and its partners, trading conditions are still difficult, with consumer confidence and demand for credit remaining low, and competition remaining very strong for retail deposits.

Not surprisingly, these factors continue to place pressure on the 50/50 margin share agreement between the Bank and our **Community Bank®** partners. As a result some **Community Bank®** companies are receiving much more than 50 per cent of revenue earned.

In April, the Bank took a further step to restore this balance, ensuring that the **Community Bank®** model produced a more appropriate balance of return for all stakeholders within this partnership model. The Bank will continue to review this remuneration model to ensure it is fair and equitable for all parties and is as resilient as possible to the fast changing economic environment.

It continues to be Bendigo and Adelaide Bank's vision to be Australia's leading customer-connected bank. We believe our strength comes from our focus on the success of our customers, people, partners and communities. We take a 100-year view of our business; we listen and respect every customer's choice, needs and objectives. We partner for sustainable long-term outcomes and aim to be relevant, connected and valued.

This is what drives each and every one of our people and we invite you as **Community Bank®** shareholders to support us as we work with your community to deliver on our goals and ensure our sustained and shared success.

As **Community Bank®** shareholders you are part of something special, a unique banking movement which has evolved into a whole new way of thinking about banking and the role it plays in modern society.

With the community's support, there really is no limit to what can be achieved under the **Community Bank®** model, and I look forward to seeing what the next 15 years will bring.

I thank you for your important support of your local **Community Bank®** branch.

Robert Musgrove
Executive Community Engagement

Directors' report

For the financial year ended 30 June 2013

Your directors submit the financial statements of the company for the financial year ended 30 June 2013.

Directors

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

Lynette Ann Hayward
Chairman
Consultant
Experience & Expertise: M.Ed. Grad Cert Bus. Former Personnel Director, Uni of Adelaide, Senior Manager, Telstra. Lyn is currently a committee member of Launceston Youth & Community Orchestra, member of Amnesty International and Central North Field Naturalists.
Chairman, member of Business Development, Strategy, Governance & Audit committees
Interest in shares: 3,001

Christopher Philip Moorhouse
Director
NGO Health & Welfare Services
Over 40 years in senior practice, administration, policy, teaching, research and advisory roles in health, higher education, natural resource management and community sector services in three Australian states and for national and international organizations. DipTech, Bed, Med., MA, Adv Dip Comm Sector Management, MACE, MAICD.
Foundation Chair
Interest in shares: 3,000

Kenneth Leslie Philpott
Director
Retired
Experience & Expertise: Kenneth has experience as a Wool Buyer and Pest Controller and in the area of Milk Plant Quality Control.
Interest in shares: 13,000

Laura Jane Richardson
Secretary
Electorate Officer
Experience & Expertise: Past president Rural Youth Organisation of Tasmania, President of Deloraine Devils Netball Club, Deloraine Amateur Basketball.
Member of HR, Strategy, Governance & Audit committees
Interest in shares: 751

David Cameron
Director
Farmer
Experience & Expertise: Member of Rotary Club, Badminton, Football, Golf and the Show Society. Qualified butcher and Farmer.
Interest in shares: 2,000

David Anthony Bounds
Director
Biotech
Experience & Expertise: Life member of Apex, Farming for over 35 years presently microbiac formulations
Member of Business Development Committee
Interest in shares: 5,001

Melinda Kay Norton
Director
Bookkeeper
Melinda is the Treasurer for Weegena Hall Committee. She has a background in administration, customer services as well as hospitality.
Interest in shares: Nil

Graham Stephen Dent
Director (Appointed 14 January 2013)
Farmer
Experience & Expertise: Business Owner, currently a part of two other boards, Rotary member for 32 years - previous president.
Interest in shares: Nil

Directors (continued)

Anne Margaret Harvey
Director (Appointed 4 March 2013)
Teacher
Experience & Expertise: Bachelor of Education, Primary school teacher. Member of Deloraine Primary school Association & big band.
Interest in shares: 1,000

Jessica Lea Leonard
Director (Resigned 10 October 2012)
Bookkeeper
Experience & Expertise: Treasurer Toddle Inn Child Care Centre 2009-2010, Treasurer MVFS 2009-2010.
Interest in shares: Nil

Graeme John Pennicott
Director (Resigned 12 November 2012)
Eco Tourist Guide
Graeme is a former Principal of Meander Primary School. He has a long association with Deloraine Dramatic Society and Arts Deloraine. He also has extensive knowledge and experience in recreation potential of Meander Valley.
Member of Business Development Committee
Interest in shares: Nil

Penelope Wilisa Hickman
Director (Resigned 12 November 2012)
Pharmacist
Penelope is has been the Owner/Manager of Westbury Pharmacy since 2007. She is a past treasurer, secretary and current President of the Rotary club of Westbury. She has 5 years experience with the volunteer ambulance. She is also a sports trainer with local football club.
Interest in shares: 1,000

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

Company Secretary

The company secretary is Laura Richardson. Laura was appointed to the position of secretary on 30 June 2007.

Laura has been involved in a number of community organisations in the Deloraine area including the Chudleigh Show and Deloraine Basketball Association, is a former state president of the Rural Youth Organisation of Tasmania and has been an executive member of the Agfest Field Days organising committee.

Principal Activities

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

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

Operating Results

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

	Year ended 30 June 2013 $	Year ended 30 June 2012 $
	25,246	19,269

Remuneration Report

All directors perform their duties solely in a voluntary capacity and do not receive or expect any form of income.

Meander Valley Financial Services Limited has accepted the **Community Bank®** Directors' Privileges package. The package is available to all directors who can elect to avail themselves of the beneifts based on their personal banking with the Meander Valley Financial Services Limited branch. There is no requirement to own Bendigo and Adelaide Bank Limited 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 shareholders. No directors elected to avail themselves of the package during the period under review.

Dividends

	Year Ended 30 June 2013	
	Cents	$
Unfranked dividend paid during year:	8	52,000

Significant Changes in the State of Affairs

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

Matters Subsequent to the End of the Financial Year

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

Likely Developments

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

Environmental Regulation

The company is not subject to any significant environmental regulation.

Directors' Benefits

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

	Board Meetings Attended	
	Eligible	Attended
Lynette Ann Hayward	12	12
Christopher Philip Moorhouse	12	10
Kenneth Leslie Philpott	12	11
Laura Jane Richardson	12	9
David Cameron	12	11
David Anthony Bounds	12	10
Melinda Kay Norton	12	12
Anne Margaret Harvey (Appointed 4 March 2013)	3	3
Graham Stephen Dent (Appointed 14 January 2013)	5	4
Graeme John Pennicott (Resigned 12 November 2012)	6	2
Penelope Wilisa Hickman (Resigned 12 November 2012)	6	4
Jessica Lea Leonard (Resigned 10 October 2012)	-	-

The Board has four sub-committees, Human Resource, Governance & Audit, Strategic and Business Development & Sponsorship. Each sub-committee has formally elected Directors who meet on a regular, or as need, basis and present reports/recommendations to the monthly Board meetings.

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).

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.

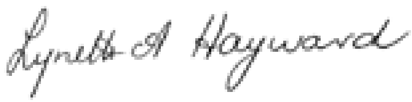
The directors are satisfied that the provision of non-audit services by the auditor, as set out in the notes did not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- 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.

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 9.

Signed in accordance with a resolution of the board of directors at Deloraine, Tasmania on 13 September 2013.



Lynette Ann Hayward,
Chairman

Auditor's independence declaration

Partners in success

Chartered Accountants

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

I declare, that to the best of my knowledge and belief, in relation to the audit for the financial year ended 30 June 2013 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.

Graeme Stewart
Andrew Frewin Stewart
61 Bull Street, Bendigo Vic 3550

Dated: 13 September 2013

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

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

TAXATION • AUDIT • BUSINESS SERVICES • FINANCIAL PLANNING

Financial statements

Statement of Comprehensive Income for the Year Ended 30 June 2013

	Note	2013 $	2012 $
Revenues from ordinary activities	4	706,465	680,031
Employee benefits expense		(319,820)	(308,749)
Charitable donations, sponsorship, advertising and promotion		(120,251)	(129,907)
Occupancy and associated costs		(62,341)	(54,607)
Systems costs		(21,516)	(32,800)
Depreciation and amortisation expense	5	(27,538)	(27,272)
Finance costs	5	(1,224)	(1,532)
General administration expenses		(117,709)	(98,628)
Profit before income tax expense		**36,066**	**26,536**
Income tax expense	6	(10,820)	(7,267)
Profit after income tax credit		**25,246**	**19,269**
Total comprehensive income for the year		**25,246**	**19,269**
Earnings per share (cents per share)		**c**	**c**
- basic for profit for the year	22	3.88	2.96

The accompanying notes form part of these financial statements.

Balance Sheet
as at 30 June 2013

	Note	2013 $	2012 $
ASSETS			
Current Assets			
Cash and cash equivalents	7	192,696	170,530
Trade and other receivables	8	23,280	36,716
Total Current Assets		**215,976**	**207,246**
Non-Current Assets			
Property, plant and equipment	9	167,942	179,884
Intangible assets	10	27,770	41,655
Deferred tax assets	11	24,048	34,868
Total Non-Current Assets		**219,760**	**256,407**
Total Assets		**435,736**	**463,653**
LIABILITIES			
Current Liabilities			
Trade and other payables	12	13,769	9,316
Borrowings	13	6,083	6,840
Total Current Liabilities		**19,852**	**16,156**
Non-Current Liabilities			
Borrowings	13	7,115	11,974
Total Non-Current Liabilities		**7,115**	**11,974**
Total Liabilities		**26,967**	**28,130**
Net Assets		**408,769**	**435,523**
Equity			
Issued capital	14	618,894	618,894
Accumulated losses	15	(210,125)	(183,371)
Total Equity		**408,769**	**435,523**

The accompanying notes form part of these financial statements.

Statement of Changes in Equity
for the Year Ended 30 June 2013

	Issued Capital $	Accumulated Losses $	Total Equity $
Balance at 1 July 2011	**618,894**	**(202,640)**	**416,254**
Total comprehensive income for the year	**-**	**19,269**	**19,269**
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	-	-
Balance at 30 June 2012	**618,894**	**(183,371)**	**435,523**
Balance at 1 July 2012	**618,894**	**(183,371)**	**435,523**
Total comprehensive income for the year	**-**	**25,246**	**25,246**
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	(52,000)	(52,000)
Balance at 30 June 2013	**618,894**	**(210,125)**	**408,769**

The accompanying notes form part of these financial statements.

Statement of Cashflows
for the Year Ended 30 June 2013

	Note	2013 $	2012 $
Cash Flows From Operating Activities			
Receipts from customers		767,674	722,341
Payments to suppliers and employees		(702,571)	(687,294)
Interest received		17,614	7,221
Interest paid		(1,224)	(1,532)
Net cash provided by operating activities	**16**	**81,493**	**40,736**
Cash Flows From Investing Activities			
Payments for property, plant and equipment		(1,711)	(15,048)
Net cash used in investing activities		**(1,711)**	**(15,048)**
Cash Flows From Financing Activities			
Repayment of borrowings		(5,616)	(4,738)
Dividends paid		(52,000)	-
Net cash used in financing activities		**(57,616)**	**(4,738)**
Net increase in cash held		**22,166**	**20,950**
Cash and cash equivalents at the beginning of the financial year		170,530	149,580
Cash and cash equivalents at the end of the financial year	**7(a)**	**192,696**	**170,530**

The accompanying notes form part of these financial statements.

Notes to the financial statements

For year ended 30 June 2013

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 2012 affected any of the amounts recognised in the current period or any prior period and are not likely to affect future periods. Amendments made to AASB 101 Presentation of Financial Statements effective 1 July 2012 now require the statement of comprehensive income to show the items of comprehensive income grouped into those that are not permitted to be reclassified to profit or loss in a future period and those that may have to be reclassified if certain conditions are met. This amendment has not affected the presentation of the statement of comprehensive income of the company in the current period and is not likely to affect future periods.

The company has not elected to apply any pronouncements before their mandatory operative date in the annual reporting period beginning 1 July 2012.

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

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

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

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

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

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

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

b) Revenue

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

Revenue calculation

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

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 and February 2013 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.

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

Note 1. Summary of Significant Accounting Policies (continued)

h) Intangibles

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

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

i) Payment Terms

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

j) Borrowings

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

k) Financial Instruments

Recognition and initial measurement

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

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

Derecognition

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

Classification and subsequent measurement

(i) Loans and receivables

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

(ii) Held-to-maturity investments

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

(iii) Financial liabilities

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

Impairment

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

Note 1. Summary of Significant Accounting Policies (continued)

l) Leases

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

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

m) Provisions

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

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

n) Contributed Equity

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

o) Earnings Per Share

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

p) Goods and Services Tax

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

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

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

Note 2. Financial Risk Management

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

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

(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%.

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 2013 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.

Note 3. Critical Accounting Estimates and Judgements (continued)

Goodwill

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

The calculations require the use of assumptions.

Impairment of assets

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

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

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.

	2013 $	2012 $

Note 4. Revenue from Ordinary Activities

	2013 $	2012 $
Operating activities:		
- services commissions	689,415	660,980
- other revenue	-	-
Total revenue from operating activities	**689,415**	**660,980**

	2013 $	2012 $

Note 4. Revenue from Ordinary Activities (continued)

Non-operating activities:		
- interest received	5,950	7,547
- rental revenue	11,100	11,504
Total revenue from non-operating activities	**17,050**	**19,051**
Total revenues from ordinary activities	**706,465**	**680,031**

Note 5. Expenses

Depreciation of non-current assets:		
- plant and equipment	6,652	7,243
- leasehold improvements	7,002	6,145
Amortisation of non-current assets:		
- franchise agreement	2,314	2,314
- franchise renewal fee	11,570	11,570
	27,538	**27,272**
Finance costs:		
- interest paid	**1,224**	**1,532**
Bad debts	**121**	**1,851**

Note 6. Income Tax Expense

The components of tax expense comprise:		
- Movement in deferred tax	(1,050)	(1,001)
- Recoup of prior year tax loss	11,870	8,962
- Adjustments to tax expense of prior periods	-	(694)
	10,820	**7,267**
The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows:		
Operating profit	36,066	26,536
Prima facie tax on profit from ordinary activities at 30%	10,820	7,961
Add tax effect of:		
- non-deductible expenses	-	-
- timing difference expenses	1,050	1,001
- other deductible expenses	-	-
	11,870	**8,962**

	Note	2013 $	2012 $
Note 6. Income Tax Expense (continued)			
Movement in deferred tax		(1,050)	(1,001)
- Prior year tax losses not previously brought to account		-	(694)
	11	**10,820**	**7,267**

Note 7. Cash and Cash Equivalents

Cash at bank and on hand		97,736	69,202
Term deposits		94,960	101,328
		192,696	**170,530**
The above figures are reconciled to cash at the end of the financial ear as shown in the statement of cashflows as follows:			
Note 7.(a) Reconciliation of cash			
Cash at bank and on hand		97,736	69,202
Term deposits		94,960	101,328
		192,696	**170,530**

Note 8. Trade and Other Receivables

Trade receivables		22,057	31,993
Other receivables and accruals		146	710
Prepayments		1,077	4,013
		23,280	**36,716**

Note 9. Property, Plant and Equipment

Plant and equipment			
At cost		68,842	67,129
Less accumulated depreciation		(45,238)	(38,804)
		23,604	**28,325**
Leasehold improvements			
At cost		200,025	200,025
Less accumulated depreciation		(55,687)	(48,466)
		144,338	**151,559**
Total written down amount		**167,942**	**179,884**

	2013 $	2012 $

Note 9. Property, Plant and Equipment (continued)

Movements in carrying amounts:

	2013 $	2012 $
Plant and equipment		
Carrying amount at beginning	28,325	19,423
Additions	1,713	15,047
Less: depreciation expense	(6,434)	(6,145)
Carrying amount at end	**23,604**	**28,325**
Leasehold improvements		
Carrying amount at beginning	151,559	158,801
Additions	-	-
Less: depreciation expense	(7,221)	(7,242)
Carrying amount at end	**144,338**	**151,559**
Total written down amount	**167,942**	**179,884**

Note 10. Intangible Assets

	2013 $	2012 $
Franchise fee		
At cost	71,570	71,570
Less: accumulated amortisation	(66,942)	(64,628)
	4,628	**6,942**
Renewal processing fee		
At cost	57,853	57,853
Less: accumulated amortisation	(34,711)	(23,140)
	23,142	**34,713**
Total written down amount	**27,770**	**41,655**

Note 11. Tax

	2013 $	2012 $
Deferred tax assets		
- tax losses carried forward	24,415	36,285
	24,415	**36,285**

	2013 $	2012 $

Note 11. Tax (continued)

Deferred tax liability		
- accruals	(44)	(213)
- deductible prepayments	(323)	(1,204)
	(367)	**(1,417)**
Net deferred tax asset	**24,048**	**34,868**
Movement in deferred tax charged to statement of comprehensive income	**10,820**	**7,267**

Note 12. Trade and Other Payables

Trade creditors	10,634	5,331
Other creditors and accruals	3,135	3,985
	13,769	**9,316**

Note 13. Borrowings

Current:		
Interest bearing liability	**6,083**	**6,840**
Non-Current:		
Interest bearing liability	**7,115**	**11,974**

The Company has a personal loan from Berwyn Huett, the landlord of the Branch premises, to pay for part of the original branch fit out. The loan is repayable over 120 months (last payment in July 2015) at $570.00 per month. The interest rate is fixed at 9.06%.

Note 14. Contributed Equity

650,000 Ordinary shares fully paid (2012: 650,000)	650,000	650,000
Less: equity raising expenses	(31,106)	(31,106)
	618,894	**618,894**

Note 14. Contributed Equity (continued)

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.

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 316. As at the date of this report, the company had 348 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.

Note 14. Contributed Equity (continued)

Prohibited shareholding interest (continued)

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.

	2013 $	2012 $

Note 15. Accumulated Losses

	2013 $	2012 $
Balance at the beginning of the financial year	(183,371)	(202,640)
Net profit from ordinary activities after income tax	25,246	19,269
Dividends paid or provided for	(52,000)	-
Balance at the end of the financial year	**(210,125)**	**(183,371)**

Note 16. Statement of Cashflows

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

	2013 $	2012 $
Profit from ordinary activities after income tax	25,246	19,269
Non cash items:		
- depreciation	13,654	13,388
- amortisation	13,884	13,884
Changes in assets and liabilities:		
- (increase)/decrease in receivables	13,436	(14,136)
- decrease in other assets	10,820	7,267
- decrease in payables	4,453	1,064
Net cashflows provided by operating activities	**81,493**	**40,736**

	2013 $	2012 $

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	-	-
- between 12 months and 5 years	-	-
- greater than 5 years	-	-
	-	**-**

The previous lease of the branch premises expired on 1 August 2010. The market rental has been assessed by an independent valuer and the company is currently in negotiations for a new lease.

Note 18. Auditor's Remuneration

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

	2013 $	2012 $
- audit and review services	4,700	4,500
- share registry services	3,390	-
- non audit services	3,036	3,451
	11,126	**7,951**

Note 19. Director and Related Party Disclosures

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

Lynette Ann Hayward
Christopher Philip Moorhouse
Kenneth Leslie Philpott
Laura Jane Richardson
David Cameron
David Anthony Bounds
Melinda Kay Norton
Anne Margaret Harvey (Appointed 4 March 2013)
Graham Stephen Dent (Appointed 14 January 2013)
Graeme John Pennicott (Resigned 12 November 2012)
Penelope Wilisa Hickman (Resigned 12 November 2012)
Jessica Lea Leonard (Resigned 10 October 2012)

Director Melinda Norton is providing bookkeeping services to the Company and during the year she provided services to the value of $2,400 (2012: $1,805). Laura Richardson is paid an honorarium of $5,000 for Company Secretary services.(2012: $5,000).

Note 19. Director and Related Party Disclosures (continued)

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

Directors Shareholdings	**2013**	**2012**
Lynette Ann Hayward	3,001	3,001
Christopher Philip Moorhouse	3,001	3,001
Kenneth Leslie Philpott	13,000	13,000
Laura Jane Richardson	751	751
David Cameron	2,000	2,000
David Anthony Bounds	5,001	5,001
Melinda Kay Norton	-	-
Anne Margaret Harvey (Appointed 4 March 2013)	1,000	1,000
Graham Stephen Dent (Appointed 14 January 2013)	1,000	1,000
Graeme John Pennicott (Resigned 12 November 2012)	-	-
Penelope Wilisa Hickman (Resigned 12 November 2012)	-	-
Jessica Lea Leonard (Resigned 10 October 2012)	-	-

Note 20. Dividends Paid or Provided

	2013 $	**2012 $**
a. Dividends paid during the year		
Unfranked dividend - 8 cents per share (2012: Nil)	**52,000**	**-**

Note 21. Key Management Personnel Disclosures

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

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

	2013 $	2012 $

Note 22. Earnings Per Share

	2013 $	2012 $
(a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share	25,246	19,269
	Number	**Number**
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	650,000	650,000

Note 23. 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 24. Contingent Liabilities

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

Note 25. Segment Reporting

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

Note 26. Registered Office/Principal Place of Business

The registered office and principal place of business is:

Registered Office	Principal Place of Business
49 Emu Bay Road	49 Emu Bay Road
Deloraine TAS 7304	Deloraine TAS 7304

Note 27. 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.

Note 27. Financial Instruments (continued)

Interest Rate Risk

	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					
Financial instrument	**2013 $**	**2012 $**	**2013 $**	**2012 $**	**2013 $**	**2012 $**	**2013 $**	**2012 $**	**2013 $**	**2012 $**	**2013 %**	**2012 %**
Financial Assets												
Cash and cash equivalents	97,736	69,202	94,960	101,328	-	-	-	-	-	-	2.90	3.47
Receivables	-	-	-	-	-	-	-	-	23,280	36,716	N/A	N/A
Financial Liabilities												
Interest bearing liabilities	-	-	6,083	6,840	7,115	11,974	-	-	-	-	8.27	7.22
Payables	-	-	-	-	-	-	-	-	13,769	9,315	N/A	N/A

Directors' declaration

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

In the opinion of the directors:

(a) the financial statements and notes of the company are in accordance with the Corporations Act 2001, including:

   (i) giving a true and fair view of the company's financial position as at 30 June 2013 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.

Lynette A Hayward

Lynette Ann Hayward,
Chairman

Signed on the 13th of September 2013.

Independent audit report

Partners in success

Chartered Accountants

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

Report on the financial report

We have audited the accompanying financial report of Meander Valley Financial Services Limited, which comprises the balance sheet as at 30 June 2013, statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, a summary of significant accounting policies and other explanatory notes and the directors' declaration.

Directors' responsibility for the financial report

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

Auditor's responsibility

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

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

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

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

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

Liability limited by a scheme approved under Professional Standards Legislation. ABN [illegible]

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

TAXATION - AUDIT - BUSINESS SERVICES - FINANCIAL PLANNING

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.

Auditor's opinion on the financial report

In our opinion:

1) The financial report of Meander Valley Financial Services Limited is in accordance with the *Corporations Act 2001* including giving a true and fair view of the company's financial position as at 30 June 2013 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 2013. 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 Meander Valley Financial Services Limited for the year ended 30 June 2013, complies with section 300A of the *Corporations Act 2001*.

Graeme Stewart
Andrew Frewin Stewart
61 Bull Street Bendigo Vic 3550

Dated: 13 September 2013

Deloraine & Districts **Community Bank®** Branch
49 Emu Bay Road, Deloraine TAS 7304
Phone: (03) 6362 4801 Fax: (03) 6362 4803

Franchisee: Meander Valley Financial Services Ltd
49 Emu Bay Road, Deloraine TAS 7304
Phone: (03) 6362 1432
ABN: 27 111 858 078

www.bendigobank.com.au/deloraine
(BMPAR13005) (06/13)

Bendigo Bank