Merbein District Community Financial Services Limited

ANNUAL REPORT

2011

ACN 108 297 945

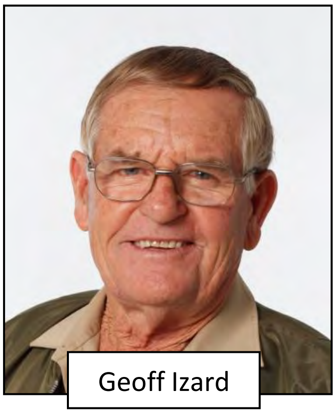
PO Box 890
MERBEIN, 3505

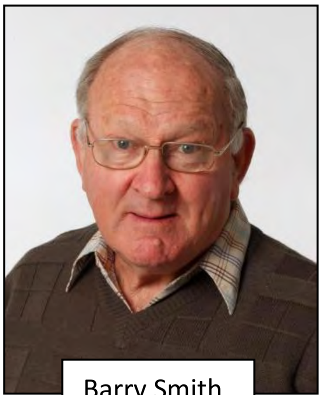
Merbein & District Community Bank® Branch Bendigo Bank

Contents

Directors


Marianne Glover


Geoff Izard

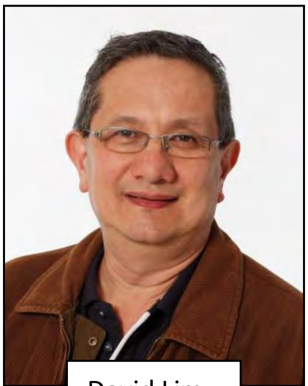

Barry Smith


Jeanette Worthington


Raywin Jamieson


Rebecca Wells


Paul Mulder


David Lim

Steve Lorincz


Sue Rudd

Past Grant Recipient Photos


2008


2008


2009


2009


2010


2010


2011

Chairman's Report

Welcome to all shareholders, guests and customers of our **Community Bank®** branch at Merbein's Annual General Meeting. On behalf of the Board of Directors of Merbein Financial Services Pty. Ltd this is my report for the year ended June 2011

We still experience the fallout of the Global Economic Situation; and our district still struggles on many fronts; but in saying that, our branch's business continues to grow and succeed. The past 12 months has been a good year in deposit growth.

Thank you to our Branch Manager, Robert Libchard and his team: Lauren, Tanya, Sam, Deb and Priscilla. We acknowledge their commitment to our branch and service to all customers. I must commend Robert and the girls for the extra community engagements they undertake on behalf of the branch. This has been an important factor in recognition of, and growth for the branch. To my fellow Directors; thank you for your ongoing belief in our **Community Bank®** model; and especially to our Secretary, Jeanette. This role is an arduous one, and you do it with absolute dedication. I am pleased to inform you that in May this year we welcomed four new Directors to the Board; giving us a full complement again. We continue as volunteers and understand our accountability to you all.

Our Birthday and Grants nights continue to grow and are exciting events to all as we continue to support our Merbein and wider community. In the 12 months to June grants to local schools and sporting groups totalled $52,698.78; bringing the grants to a grand total of $130,942.16 – money Merbein did not have. Imagine how the recipients have been able to continue and grow; especially grants targeting our young citizens. Again I beg you to remember that grant money is not from our branch's profit. It is all a reward we receive for banking performance from our partner, Bendigo and Adelaide Bank Limited.

As Directors we continue to honour and respect our franchise agreement with Bendigo and Adelaide Bank Limited. Robert and I travelled to Bendigo earlier this year for an update on the impact the GFC continues to have on our banking business revenue share. The GFC continues to challenge, not only ourselves and branch staff; but all of you shareholders. We need to continue to grow the business. Like all businesses we face strong competition; but remember we are equal in banking services.

May I urge you all to be ambassadors for our **Community Bank®** branch at Merbein; conduct your banking business with Robert and the team; and encourage others to do the same.

Our successful branch equals a successful community.

Thank you.

Marianne Glover
Chairman

Branch Manager's Report

For year ending 30 June 2011

It gives me great pleasure to report on the progress of Merbein & District **Community Bank**® Branch, to our valued shareholders, for the year ended 30 June 2011.

Twelve months have passed since our last Annual General Meeting and I am still impressed by the strong sense of community engagement around Merbein and district and the goodwill towards our branch since its opening seven years ago. Our customers and shareholders have once again been great ambassadors for your **Community Bank**® branch.

Some of the highlights attributed to the branch to 30/06/2011 include:

- Total business held at the branch in excess of $ 48.6 million, an increase in the last 12 months of $ 2.7 million;
- Almost 4,000 accounts;
- More than 1,900 account holders;
- More than $131,000 donated or pledged back to the community through various sponsorships, grants and donations to date;
- Continuation of School Banking to the District which encompasses our five local Primary Schools;

The prime objective of Merbein & District **Community Bank**® Branch is to continue recording profits which enable us to make a financial return to our community. Simply by doing your banking with us you are making this happen.

We need your maximum support to enable us to continue to expand our grants program to the Merbein community. If you haven't already considered banking with us, I urge you to call into the branch and talk to myself or my friendly staff about how we can assist you with transferring your banking business. Remember, everyone needs to bank somewhere, why not bank with us where we can make a difference to our community. If you have already started banking with us, thank you – you are the greatest advocate of Merbein & District **Community Bank**® Branch.

I would like to thank my current staff members Lauren, Tanya, Sam, Deb and Priscilla, for their dedication and continued great work. I would like to also thank Rebecca and Naomi, who left us during the last financial year, for their efforts towards contributing to our success. It truly is a great pleasure to come to work every day and be greeted by such a devoted group of people who only have your **Community Bank**® branch at heart. I regularly receive positive feedback about the personalised and friendly service we provide and would like as many people as possible to experience banking the Bendigo way.

I would also like to thank our Board for their continued great work. It is sometimes a thankless job that has been guided brilliantly by Marianne Glover as Chairman, so credit must go out to her and the rest of the Board of Directors for their continued commitment to our branch.

Rob Libchard
Branch Manager

Bendigo Bank's Message

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

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

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

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

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

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

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

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

In May, Fitch Ratings upgraded Bendigo and Adelaide Bank's Long-Term Issuer Default Rating (IDR) to A- from BBB+. This announcement saw us become the first Australian bank – and one of the very few banks globally – to receive an upgrade since the Global Financial Crisis. Standard & Poor's revised credit rating soon followed seeing Bendigo and Adelaide Bank (BEN) shift from BBB+ stable, to BBB+ positive. These announcements reflect the hard and diligent work by all our staff, our sound risk management practices, low-risk funding and balance sheet structure, sound capital ratios and a sustained improvement in profitability.

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

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

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

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

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

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

Russell Jenkins
Executive Customer and Community

Merbein District Community Financial Services Limited
ABN 68 108 297 945
Directors' Report

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

Directors

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

Marianne Dawn Glover
Chairman
Age: 61
Hairdresser
Experience and Expertise: Qualified Hairdresser, Horticulture partner, Chairperson of Merbein Uniting Church, Vice President of Merbein Development Association Inc.
Interests in shares: 1

Barry Lyle Smith
Director
Age: 70
Horticulturist
Experience and Expertise: 13 years Banking experience, past chair of Fruits Group V.F.F, Managing Director of Enviro-Care Horticultural Producers Pty Ltd

Interests in shares: 5,001

Raywin Mary Jamieson
Director
Age: 53
Hairdresser
Experience and Expertise: Business owner for 53 years, 25 years involvement with Girl Guides. Chairperson of Mildura City Heart Market management team, State Council Member, President Merbein Development Association Inc.
Interest in shares: 1

Jeanette Ellen Worthington
Secretary
Age: 58
Clerical Officer
Experience and Expertise: Administraion Project Officer with Mallee Sports Assembly. Been asssociated with numerous sporting clubs across Sunraysia.

Interests in shares: 5,001

Stephen Joszef Lorincz
Director
Age: 49
Hotel-Motel Owner
Experience and Expertise: Chairman of SFC, Committee member of MCSC
Interests in shares: 1

Geoffrey John Izard
Director
Age: 73
Horticulturist
Experience and Expertise: Managing Director of Merbein Mushrooms Pty Ltd
Interests in shares: 6,001

Rebecca Claire Wells
Director
Age: 37
Administration
Experience and Expertise: Bachelor of Arts, Masters Media Production (Hons), Merbein Centenary Committee
Interest in shares: 1

Paul Matthew Mulder
Director *(Appointed 31 May 2011)*
Age: 45
Team Leader at MADEC
Experience and Expertise: Secretary of Merbein Junior Football Club, Junior Committee member of Merbein South Cricket Club, Diploma in OH&S, Extensive HR experience.
Interest in shares: Nil

David Kim Swee Lim
Director *(Appointed 31 May 2011)*
Age: 52
Commercial Manager
Experience and Expertise: Bachelor of Arts in Accountancy, Member of CPA Australia. Held Senior Accounting roles in publicly listed companies
Interest in shares: Nil

Kathleen Anne Middleton
Director *(Appointed 31 May 2011)*
Age: 56
Administration
Experience and Expertise: Girl Guides, Cardross Football Club, Assoc. Dip of Business (Acc) Bachelor of Business (Acc)
Interest in shares: Nil

Nadine Carol Rudd
Director *(Appointed 31 May 2011)*
Age: 52
Small Business Co-ordinator
Experience and Expertise: Employed by Sunraysia Rural Counselling Service. Has been involved in the Citrus & Horticultural industries for the last 15 years.
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 Jeanette Ellen Worthington. Jeanette was appointed as secretary 10 March 2004. She has prior experience as a secretary with numerous not-for-profit organisations.

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/(loss) of the company for the financial year after provision for income tax was:

Year ended 30 June 2011 $	Year ended 30 June 2010 $
(5,685)	8,200

Remuneration Report

(a) Remuneration of Directors

All Directors of the Company are on a voluntary basis, therefore no remuneration guidelines have been prepared.

(b) Remuneration of Area and Branch Managers

The Board is responsible for the determination of remuneration packages and policies applicable to the Branch Manager and all the staff. The Branch Manager is invited to the Board meetings as required to discuss performance and remuneration packages.

The Board's policy in respect of the branch manager is to maintain remuneration at parity within the Community Bank® network and local market rates for comparable roles.

There are no executives who are directly accountable and responsible for the strategic direction and operational management of the entity. This is wholly a board role.

There are therefore no Specified Executives.

Dividends

No dividends were declared or paid for the previous year and the directors are reviewing and anticipating that a payment of a dividend will be made during the current year.

Significant Changes in the State of Affairs

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

Matters Subsequent to the End of the Financial Year

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

Likely Developments

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

Environmental Regulation

The company is not subject to any significant environmental regulation.

Directors' Benefits

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

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		Grants Committee Attended	
	Eligible	*Attended*	*Eligible*	*Attended*
Jeanette Ellen Worthington	10	10	3	3
Barry Lyle Smith	10	8	-	-
Geoffrey John Izard	10	10	-	-
Marianne Dawn Glover	10	9	3	3
Stephen Joszef Lorincz	10	4	-	-
Raywin Mary Jamieson	10	9	3	3
Rebecca Claire Wells	10	10	3	3
Paul Matthew Mulder *(Appointed 31 May 2011)*	2	2	-	-
Nadine Carol Rudd *(Appointed 31 May 2011)*	2	2	-	-
Kathleen Anne Middleton *(Appointed 31 May 2011)*	2	2	-	-
David Kim Swee Lim *(Appointed 31 May 2011)*	2	2	-	-

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 5.

Signed in accordance with a resolution of the board of directors at Merbein, Victoria on 12 September 2011.

Marianne D Glover.

Marianne Dawn Glover, Chairman

Partners in success

Chartered Accountants

Lead Auditor's Independence Declaration under section 307C of the Corporations Act 2001 to the directors of Merbein District Community 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 2011 there have been:

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

DAVID HUTCHINGS

ANDREW FREWIN & STEWART

61-65 Bull Street Bendigo 3550

12 September 2011

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

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TAXATION • AUDIT • BUSINESS SERVICES • FINANCIAL PLANNING

Merbein District Community Financial Services Limited
ABN 68 108 297 945
Statement of Comprehensive Income
for the Year Ended 30 June 2011

	Notes	2011 $	2010 $
Revenues from ordinary activities	4	531,944	489,516
Employee benefits expense		(314,291)	(271,807)
Charitable donations, sponsorship, advertising and promotion		(58,324)	(44,166)
Occupancy and associated costs		(31,922)	(31,129)
Systems costs		(21,518)	(22,460)
Depreciation and amortisation expense	5	(18,397)	(23,330)
Finance costs	5	(5,714)	(2,505)
General administration expenses		(84,133)	(80,941)
Profit/(loss) before income tax expense		**(2,355)**	**13,178**
Income tax expense	6	(3,330)	(4,978)
Profit/(loss) after income tax expense		(5,685)	8,200
Total comprehensive income for the year		**(5,685)**	**8,200**
Earnings per share (cents per share)		c	c
- basic for profit for the year	22	(1.05)	1.51

The accompanying notes form part of these financial statements

Merbein District Community Financial Services Limited
ABN 68 108 297 945
Balance Sheet
as at 30 June 2011

	Notes	2011 $	2010 $
ASSETS			
Current Assets			
Cash and cash equivalents	7	200	54,632
Trade and other receivables	8	29,137	29,287
Total Current Assets		29,337	83,919
Non-Current Assets			
Property, plant and equipment	9	60,158	65,101
Intangible assets	10	40,361	53,815
Deferred tax assets	11	126,257	129,587
Total Non-Current Assets		226,776	248,503
Total Assets		256,113	332,422
LIABILITIES			
Current Liabilities			
Trade and other payables	12	30,704	29,077
Borrowings	13	26,260	104,664
Provisions	14	21,157	11,738
Total Current Liabilities		78,121	145,479
Non-Current Liabilities			
Provisions	14	4,409	7,675
Total Non-Current Liabilities		4,409	7,675
Total Liabilities		82,530	153,154
Net Assets		173,583	179,268
Equity			
Issued capital	15	490,005	490,005
Accumulated losses	16	(316,422)	(310,737)
Total Equity		173,583	179,268

The accompanying notes form part of these financial statements

Merbein District Community Financial Services Limited
ABN 68 108 297 945
Statement of Changes in Equity
for the Year Ended 30 June 2011

	Issued Capital $	Retained Earnings $	Total Equity $
Balance at 1 July 2009	490,005	(318,937)	171,068
Total comprehensive income for the year	-	8,200	8,200
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 2010	490,005	(310,737)	179,268
Balance at 1 July 2010	490,005	(310,737)	179,268
Total comprehensive income for the year	-	(5,685)	(5,685)
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	-	-
Balance at 30 June 2011	490,005	(316,422)	173,583

The accompanying notes form part of these financial statements

Merbein District Community Financial Services Limited
ABN 68 108 297 945
Statement of Cashflows
for the Year Ended 30 June 2011

	Notes	2011 $	2010 $
Cash Flows From Operating Activities			
Receipts from customers		584,880	532,392
Payments to suppliers and employees		(555,346)	(476,334)
Interest received		152	451
Interest paid		(5,714)	(2,179)
Net cash provided by operating activities	17	23,972	54,330
Cash Flows From Investing Activities			
Payments for property, plant and equipment		-	(24,788)
Payments for intangible assets		-	(67,268)
Net cash used in investing activities		-	(92,056)
Net decrease in cash held		23,972	(37,726)
Cash and cash equivalents at the beginning of the financial year		(50,032)	(12,306)
Cash and cash equivalents at the end of the financial year	7(a)	(26,060)	(50,032)

The accompanying notes form part of these financial statements

Note 1. Summary of Significant Accounting Policies

a) Basis of Preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standard Boards and the Corporations Act 2001.

Compliance with IFRS

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

Critical accounting estimates

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

Financial statement presentation

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

Historical cost convention

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

Comparative figures

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

Adoption of new and revised Accounting Standards

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

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

AASB 101 Presentation of Financial Statements

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

Disclosure impact

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

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

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

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

a) Basis of Preparation *(continued)*

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

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

New Accounting Standards for application in future periods

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

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

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

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

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 Merbein, Victoria.

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

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

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.

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

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

b) Revenue

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

Revenue calculation

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

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

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

c) Income Tax

Current tax

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

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

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.

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

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.

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.

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

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.

Note 2. Financial Risk Management *(continued)*

(vi) Capital management

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

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

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

The board is managing the growth of the business in line with this requirement. There are no other externally imposed capital requirements, although the nature of the company is such that amounts will be paid in the form of charitable donations and sponsorship. Charitable donations and sponsorship paid for the year ended 30 June 2011 can be seen in the statement of comprehensive income.

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

Note 3. Critical Accounting Estimates and Judgements

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

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

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

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

Taxation

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

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

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

Estimation of useful lives of assets

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

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.

Note 4. Revenue from Ordinary Activities

	2011 $	2010 $
Operating activities:		
- services commissions	425,712	385,740
- other revenue	106,080	103,197
Total revenue from operating activities	531,792	488,937
Non-operating activities:		
- interest received	152	579
Total revenue from non-operating activities	152	579
Total revenues from ordinary activities	531,944	489,516

Note 5. Expenses

	2011 $	2010 $
Depreciation of non-current assets:		
- plant and equipment	1,468	6,647
- leasehold improvements	3,475	2,540
Amortisation of non-current assets:		
- franchise agreement	2,243	2,932
- franchise renewal fee	11,211	11,211
	18,397	23,330
Finance costs:		
- interest paid	5,714	2,505
Bad debts	291	554

	Note	2011 $	2010 $
Note 6. Income Tax Expense			
The components of tax expense comprise:			
- Movement in deferred tax		(2,233)	(1,749)
- Recoup of prior year tax loss		5,563	6,727
		3,330	4,978

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

	Note	2011 $	2010 $
Operating profit/(loss)		(2,355)	13,178
Prima facie tax on profit/(loss) from ordinary activities at 30%		(706)	3,953
Add tax effect of:			
- non-deductible expenses		4,036	4,243
- timing difference expenses		2,233	1,675
- other deductible expenses		-	(3,144)
		5,563	6,727
Movement in deferred tax	11	(2,233)	(1,749)
		3,330	4,978

Note 7. Cash and Cash Equivalents

	Note	2011 $	2010 $
Cash at bank and on hand		200	44,068
Term deposits		-	10,564
		200	54,632

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

	Note	2011 $	2010 $
Cash at bank and on hand		200	44,068
Term deposits		-	10,564
Bank overdraft	13	(26,260)	(104,664)
		(26,060)	(50,032)

Note 8. Trade and Other Receivables

	Note	2011 $	2010 $
Trade receivables		25,809	23,461
Other receivables and accruals		-	280
Prepayments		3,328	5,546
		29,137	29,287

Note 9. Property, Plant and Equipment

	Note	2011 $	2010 $
Plant and equipment			
At cost		44,583	44,583
Less accumulated depreciation		(26,344)	(22,941)
		18,239	21,642
Leasehold improvements			
At cost		63,508	63,508
Less accumulated depreciation		(21,589)	(20,049)
		41,919	43,459
Total written down amount		60,158	65,101

Note 9. Property, Plant and Equipment *(continued)*

Movements in carrying amounts:	2011 $	2010 $
Plant and equipment		
Carrying amount at beginning	21,642	28,289
Additions	-	-
Disposals	-	-
Less: depreciation expense	(3,403)	(6,647)
Carrying amount at end	18,239	21,642
Leasehold improvements		
Carrying amount at beginning	43,459	45,999
Additions	-	-
Disposals	-	-
Less: depreciation expense	(1,540)	(2,540)
Carrying amount at end	41,919	43,459
Total written down amount	60,158	65,101

Note 10. Intangible Assets

Franchise fee		
At cost	71,211	71,211
Less: accumulated amortisation	(64,485)	(62,242)
	6,726	8,969
Renewal processing fee		
At cost	56,057	56,057
Less: accumulated amortisation	(22,422)	(11,211)
	33,635	44,846
Total written down amount	40,361	53,815

Note 11. Tax

Deferred tax assets		
- accruals	256	433
- employee provisions	7,670	5,824
- tax losses carried forward	119,330	124,892
	127,256	131,149
Deferred tax liability		
- accruals	-	84
- deductible prepayments	999	1,478
	999	1,562
Net deferred tax asset	126,257	129,587
Movement in deferred tax charged to statement of comprehensive income	(2,233)	(1,749)

Note 12. Trade and Other Payables

Trade creditors	28,504	26,302
Other creditors and accruals	2,200	2,775
	30,704	29,077

Note 13. Borrowings	2011 $	2010 $
Current:		
Bank overdrafts	26,260	104,664

As at balance date the above bank overdraft facility had an overdraft limit of $200,000 and is charged interest at the Bendigo and Adelaide Bank Limited's Business Solutions Non-Residential Secured Interest Rate (currently 9.64% varying from time to time). Overdraft secured by a fixed and floating charve over the company's assets

Note 14. Provisions

Current:		
Provision for annual leave	15,463	11,738
Provision for long service leave	5,694	-
	21,157	11,738
Non-Current:		
Provision for long service leave	4,409	7,675
Number of employees at year end	3	3

Note 15. Contributed Equity

542,111 Ordinary shares fully paid of $1 each (2010: 542,111)	542,411	542,411
Less: equity raising expenses	(52,406)	(52,406)
	490,005	490,005

Rights attached to shares

(a) *Voting rights*

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

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

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

(b) *Dividends*

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

Note 15. Contributed Equity *(continued)*

(c) *Transfer*

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

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

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").

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

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

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

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

Note 16. Accumulated Losses	**2011 $**	**2010 $**
Balance at the beginning of the financial year	(310,737)	(318,937)
Net profit/(loss) from ordinary activities after income tax	(5,685)	8,200
Balance at the end of the financial year	(316,422)	(310,737)

Note 17. Statement of Cashflows

Reconciliation of profit/(loss) from ordinary activities after tax to net cash provided by operating activities

Profit/(loss) from ordinary activities after income tax	(5,685)	8,200
Non cash items:		
- depreciation	4,943	9,187
- amortisation	13,454	14,143
Changes in assets and liabilities:		
- decrease in receivables	150	4,372
- decrease in other assets	3,330	4,978
- increase in payables	1,627	13,623
- increase/(decrease) in provisions	6,153	(173)
Net cashflows provided by operating activities	23,972	54,330

Note 18. Leases	**2011** **$**	**2010** **$**
Operating lease commitments		
Non-cancellable operating leases contracted for but not capitalised in the financial statements		
Payable - minimum lease payments		
- not later than 12 months	15,012	14,560
- between 12 months and 5 years	28,668	43,680
	43,680	58,240

The rental lease agreement on the branch premises is a non-cancellable lease with a five-year term, commencing 26 July 2009. There is an option available for a futher five year term, to be exercised prior to 26 April 2014.

Note 19. Auditors' Remuneration

	2011	2010
Amounts received or due and receivable by the auditor of the company for:		
- audit and review services	3,400	3,400
- share registry services	1,450	2,650
- non audit services	930	1,610
	5,780	7,660

Note 20. Director and Related Party Disclosures

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

Jeanette Ellen Worthington

Barry Lyle Smith

Geoffrey John Izard

Marianne Dawn Glover

Stephen Joszef Lorincz

Raywin Mary Jamieson

Rebecca Claire Wells

Paul Matthew Mulder *(Appointed 31 May 2011)*

Nadine Carol Rudd *(Appointed 31 May 2011)*

Kathleen Anne Middleton *(Appointed 31 May 2011)*

David Kim Swee Lim *(Appointed 31 May 2011)*

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

Directors Shareholdings	**2011**	**2010**
Jeanette Ellen Worthington	5,001	5,001
Barry Lyle Smith	5,001	5,001
Geoffrey John Izard	6,001	6,001
Marianne Dawn Glover	1	1
Stephen Joszef Lorincz	1	1
Raywin Mary Jamieson	1	1
Rebecca Claire Wells	1	1
Paul Matthew Mulder *(Appointed 31 May 2011)*	-	-
Nadine Carol Rudd *(Appointed 31 May 2011)*	-	-
Kathleen Anne Middleton *(Appointed 31 May 2011)*	-	-
David Kim Swee Lim *(Appointed 31 May 2011)*	-	-

There was no movement in directors shareholdings during the year.

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.

Note 22. Earnings Per Share

	2011 $	2010 $
(a) Profit/(loss) attributable to the ordinary equity holders of the company used in calculating earnings per share	(5,685)	8,200
	Number	**Number**
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	542,411	542,411

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 Merbein and surrounding districts 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
66 Commercial Street Merbein VIC 3505	66 Commercial Street Merbein VIC 3505

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.

Interest Rate Risk

Financial instrument	Floating interest rate		Fixed interest rate maturing in: 1 year or less		Fixed interest rate maturing in: Over 1 to 5 years		Fixed interest rate maturing in: Over 5 years		Non interest bearing		Weighted average effective interest rate	
	2011 $	2010 $	2011 $	2010 $	2011 $	2010 $	2011 $	2010 $	2011 $	2010 $	2011 %	2010 %
Financial Assets												
Cash and cash equivalents	-	43,868	-	10,564	-	-	-	-	200	200	0.65	1.81
Receivables	-	-	-	-	-	-	-	-	25,810	29,287	N/A	N/A
Financial Liabilities												
Interest bearing liabilities	26,260	104,664	-	-	-	-	-	-	-	-	6.82	2.55
Payables	-	-	-	-	-	-	-	-	25,640	29,077	N/A	N/A

Merbein District Community Financial Services Limited
ABN 68 108 297 945
Directors' Declaration

In accordance with a resolution of the directors of Merbein District Community Financial Services Limited, we state

In the opinion of the directors:

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

(i) giving a true and fair view of the company's financial position as at 30 June 2011 and of its performance for the financial year ended on that date; and

(ii) complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

(b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

(c) the audited remuneration disclosures set out in the remuneration report section of the directors' report comply with Accounting Standard AASB124 Related Party Disclosures and the Corporations Regulations 2001.

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

Marianne D Glover

Marianne Dawn Glover, Chairman

Signed on the 12th of September 2011.

Partners in success
Chartered Accountants

Independent Auditor's Report To The Members Of Merbein District Community Financial Services Limited

Report on the Financial Report

We have audited the accompanying financial report of Merbein District Community Financial Services Limited, which comprises the balance sheet as at 30 June 2011, statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, a summary of significant accounting policies and other explanatory notes and the Directors' Declaration.

Directors' Responsibility for the Financial Report

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

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian 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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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 Merbein District Community 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 2011 and of its financial performance and its cash flows for the year then ended and complying with Australian Accounting Standards and the Corporations Regulations 2001.

2) The financial report also complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Report on the Remuneration Report

We have audited the Remuneration Report included in the Directors' Report for the year ended 30 June 2011. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's Opinion

In our opinion, the Remuneration Report of Merbein District Community Financial Services Limited for the year ended 30 June 2011, complies with section 300A of the Corporations Act 2001.

DAVID HUTCHINGS

ANDREW FREWIN & STEWART

61-65 Bull Street Bendigo 3550

12 September 2011