

**Merbein District Community Financial
Services Limited**

ANNUAL REPORT 2013



A.C.N 68 108 297 945

P O Box 890
Merbein Vic 3505

Merbein & District
Community Bank[®] Branch **Bendigo Bank**



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Directors

Marianne Glover

Chairman

Jeanette Worthington

Secretary

Kath Middleton

Treasurer

Raywin Jamieson

Director

David Lim

Director

Steve Lorincz

Director

Paul Mulder

Director

Rebecca Wells

Director

Sue Rudd

Director

Resigned August 2012

Barry Smith

Director

Resigned August 2012

Staff

Robert Libchard	Branch Manager
Lauren Sayers	Customer Relationship Manager
Tanya Pratt	Senior Customer Service Officer
Samantha Lowe	Customer Service Officer
Priscilla Reimann	Customer Service Officer
Daniella Tassone	Customer Service Officer
Debra Hally	Customer Service Officer Resigned June 2013

Grant recipients over the last 12 months



Sunraysia Animal Rehousing Group



Sunraysia Taekwondo Mildura



Sunraysia Men's Shed



Merbein Great Australian Vanilla Slice Triumph



Mildura Roller Derby League



Mildura All Abilities Cricket Carnival



Sunraysia Farmers Market



Merbein Pink Ladies

Grant recipients over the last 12 months



The Christie Centre Inc



Marcus Blount Rover Crew



Riding for the Disabled – Mildura Branch



North West Victoria Adult Riding Club



Mallee Sports Assembly – Club of the Year



Mildura East Cricket Club



Merbein Community Bank @ Scholarship



Merbein P-10 College Breakfast Program

2013 CHAIRMANS REPORT

On behalf of my fellow directors, I take pleasure in presenting my report for the last 12 months.

Thank you to our Branch Manager, Robert, and our team Lauren, Tanya, Samantha, Priscilla and Daniella. Earlier in the year Debra Hally retired from the branch and we have welcomed Daniella to the team.

Thank you all for your commitment to the business and our customers.

Thank you for the continued support of all shareholders and customers. The Australia-wide **Community Bank**[®] network has now returned more than \$100 million to support and strengthen local communities.

This enormous achievement came as the **Community Bank**[®] network celebrated 15 years of operation. The **Community Bank**[®] concept was born in the western Victorian farming townships of Rupanyup and Minyip in 1998. The network has since grown to include almost 300 branches across Australia.

I believe we have a strong point of difference in the **Community Bank**[®] network. It is vital that we continue to stress this difference from mainstream banking, while pointing out that all banking requirements are catered for at our branch.

Our Merbein **Community Bank**[®] branch has played a key role in these milestones. In more than nine years, more than \$348,000 has been contributed or pledged back into our wider community.

These community sponsorships have made a significant difference to numerous local organisations. We have extended the number of student scholarships, and at the beginning of the year Kate Robinson was chosen as our first recipient of a two year tertiary education scholarship, at \$5000 per year.

Through Bendigo and Adelaide Bank we became partners with Foodbank Victoria and our local P10 College to conduct a breakfast program during this year. While driven by the college, we and two other volunteer groups helped in serving the breakfast.

We also sponsored Robert to participate in the Northern Mallee Leaders program; director Rebecca, a former graduate of the programme, was again involved as the Chair of the Northern Mallee Leaders Advisory Committee.

All sponsorships are important, but we feel those involving our young people are vital to the future of our community and will hopefully produce future directors.

As directors, through our Marketing Development Fund, we decide who receives sponsorships, taking into account a successful outcome for our recipient, **Community Bank**[®] Branch, and community as a whole. This Marketing Development Fund is not from the branch's working capital or profit; but a reward for our banking performance from our franchise partner, Bendigo and Adelaide Bank.

All directors work hard at promoting and growing the business, we rely heavily on great customer service from our manager and his team; and support from our franchise partners Bendigo and Adelaide Bank. The Bank continues to assist with networking and the sharing of expertise and resources that allows for staff training, access to conferences, inclusion in promotion and advertising campaigns and the availability of the Mildura Business Banking team to assist at our branch.

Thank you to our Regional Manager, John Sirolli; John's supportive and advisory role to the board and the branch team is invaluable.

In January, our mentor through the Bendigo and Adelaide Banking network conducted a Board Assessment Review. Later we worked through a four year strategic planning session with a local professional, along with our sub-committees. These sessions have us as volunteer directors committed to transparency and good governance on your behalf.

Robert's attendance at our Board meetings is vital with branch performance reports and liaison with the team.

We accept the responsibility that decisions made need to be good for business and good for the community.

During the year we accepted the resignation of Director Barry Smith. Barry was one of our original Steering Committee members with the vision of a **Community Bank**[®] model for the future of Merbein.

We again had a successful year with the 2012 Annual General Meeting and our second dividend. We also held an information evening for potential sponsorship recipients, which coincided with our AGM and birthday celebration.

There is no doubt that all banks face higher funding costs, following changes in the economic environment triggered by the global financial crisis.

We support our partner Bendigo and Adelaide Bank in its decision making, and believe it is committed to striking a fair balance between all key stakeholders; borrowers, depositors, shareholders, staff and wider communities when it sets interest rates.

Bendigo and Adelaide Bank remains one of the few banks globally to be awarded an upgraded rating since the onset of the global financial crisis. This means the bank continues to be rated "A-" by Standard & Poors, Moody's and Fitch, in recognition of its strong performance in the face of what continues to be a challenging economic environment. Funding for all banks is expensive and likely to remain so.

A safety and security audit was conducted at our Merbein Branch and an upgrade was deemed necessary. While it was expensive at \$20,000, the safety of our staff and security of the business is a priority.

There continues to be strong competition for retail deposits, an area that is strong at our branch.

Credit growth is sluggish at best and subsequently, the profitability of banks remains under pressure. We are aware of the challenge for our branch to grow its lending portfolio. A challenge we hope all customers and shareholders also accept.

These facts continue to place pressure on the 50/50 margin share, between ourselves and the Bendigo and Adelaide Bank partnership. The Bank will continue to review this remuneration model with its partners to ensure it is fair and equitable for all parties and it is as resilient as possible to the fast changing economic environment.

As a **Community Bank**[®] branch we operate under Bendigo and Adelaide Bank's banking licence and as such all deposits are guaranteed by the Federal Government, and supported by capital supplied by the Bank.

The combination of a healthy, profitable bank and strong prudential regulation is the best guarantee customers have that their money is safe in our Merbein **Community Bank**[®] Branch.

We directors look forward to another successful year.

Thank you,

A handwritten signature in black ink that reads "Marianne Glover". The signature is written in a cursive, flowing style and is positioned diagonally across the page.

Marianne Glover

Branch Manager's Report For year ending 30 June 2013

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, 2013.

It has been 12 months 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 nine 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 June 30, 2013, include:

- Total business held at the branch in excess of \$60.3 million, an increase in the last 12 months of \$4.5 million;
- More than 4,100 accounts and nearly 2,000 account holders;
- \$274,816 donated or pledged back to the community through various sponsorships, grants and donations to this date; and
- Continuation of school banking to the district which encompasses our three schools.

Below is a table showing a breakdown of community contributions from our Marketing Development Fund for the period 21/07/2004 to 30/06/2013:

	Grants	Sponsorships	Donations	Total
2004 / 05	\$0.00	\$1,070.00	\$2,047.50	\$3,117.50
2005 / 06	\$0.00	\$1,899.46	\$575.00	\$2,474.46
2006 / 07	\$0.00	\$4,968.40	\$1,519.95	\$6,488.35
2007 / 08	\$135.52	\$13,338.00	\$1,325.00	\$14,798.52
2008 / 09	\$1,548.22	\$7,102.00	\$2,107.90	\$10,758.12
2009 / 10	\$0.00	\$35,120.25	\$5,211.18	\$40,331.43
2010 / 11	\$0.00	\$41,673.73	\$12,005.05	\$53,678.78
2011 / 12	\$0.00	\$57,833.72	\$1,823.20	\$59,656.92
2012 / 13	\$0.00	\$79,697.50	\$3,540.00	\$83,237.50
Totals	\$1,683.74	\$242,703.06	\$30,154.78	\$274,541.58

Figures are from 21/07/2004 to 30/06/2013

The Marketing Development Fund is an additional source of income that is given to our Company under our Franchise agreement with Bendigo & Adelaide Bank Ltd for grants, sponsorships or donations and is unable to held as working capital.

Some of our sponsorships to June 30, 2013, have included:

\$ 6,000	Kickstart breakfast program at Merbein P-10 College
\$ 5,000	Merbein Community Bank [®] branch Scholarship Award
\$ 4,000	New community recording studio system at Merbein P-10 College
\$ 3,500	Cricket pitch and nets upgrade at Merbein South Cricket Club
\$ 3,170	Kitchen renovations at Merbein Football Netball Club rooms
\$ 3,000	Microchip/de-sexing cat program with Sunraysia Animal Rehousing Group
\$ 3,000	New digital display and communications system at Chaffey Aged Care
\$ 2,950	New pump and water tank at the Merbein Cemetery Trust
\$ 2,000	New marquees for Sunraysia Farmers Market

It is also pleasing to advise that Merbein & District **Community Bank**[®] Branch is continuing with its scholarships and awards program for local school children:

\$ 10,000.00	2 x \$5,000 university scholarships for students with a 3505 postcode
\$ 1,000.00	4 x \$250 school scholarships with Merbein P-10 College
\$ 1,000.00	1 x \$500 and 2 x \$250 school scholarships with Mildura Senior College
\$ 300.00	3 x \$100 bursaries to our local primary school students
\$ 100.00	2 x \$50 Community Involvement Awards with junior section of Merbein P-10 College

The prime objective of Merbein & District **Community Bank**[®] Branch is to continue recording profits that 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 and the support of others to enable us to continue to expand our sponsorship program to the Merbein community, and ensure a valued return to our shareholders. If you haven't already considered banking with us or know of someone who could benefit, I urge you to call into the branch and talk to me 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 the Merbein & District **Community Bank**[®] Branch.

I would like to thank my current staff members Lauren, Tanya, Sam, Priscilla and Daniella for their dedication and continued great work. 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 I would like as many people as possible to experience banking the Bendigo way.

I would also like to thank our retiring staff member Debra Hally, who left us in June, for the tremendous amount of work she did for our branch as well as her unwavering dedication to the branch. We wish her and her husband Brian all the best in retirement.

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 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

Merbein District

Community Financial Services Limited

Financial Statements

as at

30 June 2013

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 2013.

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

Hairdresser

Experience and Expertise: Qualified Hairdresser for over 40 years, Chairperson of Merbein Uniting Church, Vice President of Merbein Development Association Inc, Committee Member of Merbein Great Vanilla Slice Triumph.

Interests in shares: 1

Kathleen Anne Middleton

Treasurer

Administration

Experience and Expertise: Girl Guides Leader for 22 years and Treasurer for 10 years, Cardross Football Club Treasurer, Secretary, President and Sports Trainer, involved in the Sunraysia Gang Show for 21 years and Treasurer for 6 years, Assoc. Dip of Business (Acc) Bach of Business (Acc).

Interest in shares: Nil

Rebecca Claire Wells

Director

Marketing

Experience and Expertise: Bachelor of Arts, Masters media production (Hons), Merbein Centenary Committee

Interest in shares: 1

Paul Matthew Mulder

Director

Team Leader at MADEC

Experience and Expertise: Life Member of Merbein Junior Football Club, Diploma in OH&S, experience in management, HR, education and employment, public relations, computer/IT.

Interest in shares: Nil

Nadine Carol Rudd

Director (*Resigned 21 August 2012*)

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

Jeanette Ellen Worthington

Secretary

Administration

Experience and Expertise: Administration/Project Officer with Mallee Sports Assempbly. Partner in family Electrical Contracting business. Have been associated with the administration of Community and Sporting clubs across Sunraysia.

Interests in shares: 5,001

Stephen Jozsef Lorincz

Director

Business Owner

Experience and Expertise: Involved in management of large companies and running small business. Past President of many sporting clubs, Chairman of Football Federation Victoria, Chairman and Committee member of several community groups. Currently a director of She'll B Right Hotels Pty Ltd.

Interests in shares: 1

Raywin Mary Jamieson

Director

Hairdresser

Experience and Expertise: Business owner for 36 years, 25 years involvement with Girl Guides. Chairperson of Mildura City Heart Market management team, State Council Member, President Merbein Development Association Inc, Regional Manager Loddon Mallee.

Interest in shares: 1

David Kim Swee Lim

Director

CPA

Experience and Expertise: Bachelor of Arts in Accountancy, Member of CPA Australia Held Senior Accounting roles in publicly listed companies.

Interest in shares: Nil

Barry Lyle Smith

Director (*Resigned 17 July 2012*)

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

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.

Merbein District Community Financial Services Limited
ABN 88 108 297 945
Directors' Report

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 2013	Year ended 30 June 2012
\$	\$
(19,087)	20,540

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

	Year Ended 30 June 2013	
	<u>Cents</u>	<u>\$</u>
Dividends paid in the year:		
- Dividends paid in the year	3	16,271

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 20 to the financial statements. This statement excludes a benefit included in the aggregate amount of emoluments received or due and receivable by directors shown in the company's accounts, or the fixed salary of a full-time employee of the company, controlled entity or related body corporate.

Indemnification and Insurance of Directors' and Officers

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

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

Directors' Meetings

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

	Board Meetings Attended		Marketing & Business Development Attended		Human Resources Attended	
	<i>Eligible</i>	<i>Attended</i>	<i>Eligible</i>	<i>Attended</i>	<i>Eligible</i>	<i>Attended</i>
Marianne Dawn Glover	11	11	7	7	-	-
Jeanette Ellen Worthington	11	11	7	7	2	1
Kathleen Anne Middleton	11	9	-	-	-	-
Stephen Jozsef Lorincz	11	10	2	2	-	-
Rebecca Claire Wells	11	6	2	2	-	-
Raywin Mary Jamieson	11	10	6	6	-	-
Paul Matthew Mulder	11	9	6	6	2	2
David Kim Swee Lim	11	4	-	-	2	1
Nadine Carol Rudd (<i>Resigned 21 August 2012</i>)	1	-	-	-	-	-
Barry Lyle Smith (<i>Resigned 17 July 2012</i>)	1	1	-	-	-	-

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.

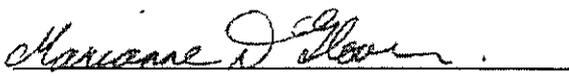
The directors are satisfied that the provision of non-audit services by the auditor, as set out in the notes did not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- 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 4.

Signed in accordance with a resolution of the board of directors at Merbein, Victoria on 24 September 2013.


 Marianne Dawn Glover, Chairman

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 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.



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

Dated: 24 September 2013

Merbein District Community Financial Services Limited
ABN 68 108 297 945
Statement of Comprehensive Income
for the Year Ended 30 June 2013

	<u>Notes</u>	2013 \$	2012 \$
Revenues from ordinary activities	4	572,462	587,400
Employee benefits expense		(330,738)	(330,540)
Charitable donations, sponsorship, advertising and promotion		(112,721)	(80,601)
Occupancy and associated costs		(37,384)	(35,772)
Systems costs		(17,803)	(20,673)
Depreciation and amortisation expense	5	(21,675)	(20,738)
Finance costs	5	(3,480)	(3,738)
General administration expenses		(75,928)	(77,527)
		<hr/>	<hr/>
Profit/(loss) before income tax credit		(27,267)	17,811
Income tax credit	6	8,180	2,729
		<hr/>	<hr/>
Profit/(loss) after income tax credit		(19,087)	20,540
		<hr/>	<hr/>
Total comprehensive income for the year		(19,087)	20,540
		<hr/> <hr/>	<hr/> <hr/>
Earnings per share (cents per share)		c	c
- basic for profit for the year	23	(3.52)	3.79

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 2013

	<u>Notes</u>	2013 \$	2012 \$
ASSETS			
Current Assets			
Cash and cash equivalents	7	1,039	209
Trade and other receivables	8	32,115	39,332
Total Current Assets		<u>33,154</u>	<u>39,541</u>
Non-Current Assets			
Property, plant and equipment	9	85,144	83,055
Intangible assets	10	13,455	26,908
Deferred tax assets	11	137,166	128,986
Total Non-Current Assets		<u>235,765</u>	<u>238,949</u>
Total Assets		<u>268,919</u>	<u>278,490</u>
LIABILITIES			
Current Liabilities			
Trade and other payables	12	21,452	35,143
Borrowings	13	52,015	9,483
Provisions	14	30,405	24,630
Total Current Liabilities		<u>103,872</u>	<u>69,256</u>
Non-Current Liabilities			
Provisions	14	601	2,876
Borrowings	13	16,529	23,083
Total Non-Current Liabilities		<u>17,130</u>	<u>25,959</u>
Total Liabilities		<u>121,002</u>	<u>95,215</u>
Net Assets		<u>147,917</u>	<u>183,275</u>
Equity			
Issued capital	15	490,005	490,005
Accumulated losses	16	(342,088)	(306,730)
Total Equity		<u>147,917</u>	<u>183,275</u>

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 2013

	Issued Capital \$	Accumulated Losses \$	Total Equity \$
Balance at 1 July 2011	490,005	(316,422)	173,583
Total comprehensive income for the year	-	20,540	20,540
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	(10,848)	(10,848)
Balance at 30 June 2012	490,005	(306,730)	183,275
Balance at 1 July 2012	490,005	(306,730)	183,275
Total comprehensive income for the year	-	(19,087)	(19,087)
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	(16,271)	(16,271)
Balance at 30 June 2013	490,005	(342,088)	147,917

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 2013

	<u>Notes</u>	2013 \$	2012 \$
Cash Flows From Operating Activities			
Receipts from customers		633,951	637,451
Payments to suppliers and employees		(639,038)	(598,979)
Interest paid		(3,480)	(3,738)
Net cash provided by/(used in) operating activities	17	<u>(8,567)</u>	<u>34,734</u>
Cash Flows From Investing Activities			
Payments for property, plant and equipment		(10,311)	(30,182)
Net cash used in investing activities		<u>(10,311)</u>	<u>(30,182)</u>
Cash Flows From Financing Activities			
Repayment of borrowings		(5,946)	-
Proceeds from borrowings		-	29,200
Dividends paid		(16,271)	(10,848)
Net cash provided by/(used in) financing activities		<u>(22,217)</u>	<u>18,352</u>
Net increase/(decrease) in cash held		(41,095)	22,904
Cash and cash equivalents at the beginning of the financial year		(3,156)	(26,060)
Cash and cash equivalents at the end of the financial year	7(a)	<u>(44,251)</u>	<u>(3,156)</u>

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 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.

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@** branch 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.

Note 1. Summary of Significant Accounting Policies (continued)

a) Basis of Preparation (continued)

Economic dependency - Bendigo and Adelaide Bank Limited (continued)

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.

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).

Note 1. Summary of Significant Accounting Policies (continued)

c) Income Tax (continued)

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.

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.

Note 1. Summary of Significant Accounting Policies (continued)**g) Property, Plant and Equipment (continued)**

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.

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 InstrumentsRecognition 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.

Note 1. Summary of Significant Accounting Policies (continued)

k) Financial Instruments (continued)

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 or other past events, it is probable that a future sacrifice of economic benefits will be required and a reliable estimate can be made of the amount of the obligation.

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

n) Contributed Equity

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

o) Earnings Per Share

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

p) Goods and Services Tax

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

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

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

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%.

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.

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.

Merbein District Community Financial Services Limited
 ABN 68 108 297 945
 Notes to the Financial Statements
 for the Year Ended 30 June 2013

Note 3. Critical Accounting Estimates and Judgements (continued)

Impairment of assets

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

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

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

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

Note 4. Revenue from Ordinary Activities	2013	2012
	\$	\$
Operating activities:		
- services commissions	556,529	585,798
- other revenue	15,933	1,602
Total revenue from operating activities	572,462	587,400
Non-operating activities:		
- interest received	-	-
Total revenue from non-operating activities	-	-
Total revenues from ordinary activities	572,462	587,400

Note 5. Expenses

Depreciation of non-current assets:		
- plant and equipment	3,378	2,822
- leasehold improvements	2,059	2,131
- motor vehicle	2,785	2,332
Amortisation of non-current assets:		
- franchise agreement	2,242	2,242
- franchise renewal fee	11,211	11,211
	21,675	20,738
Finance costs:		
- interest paid	3,480	3,738
Bad debts	529	194

Notes to the Financial Statements
for the Year Ended 30 June 2013

	2013	2012
	\$	\$
Note 6. Income Tax Expense		
The components of tax expense comprise:		
- Movement in deferred tax	(2,318)	137
- Recoup of prior year tax loss	-	5,207
- Future income tax benefit attributable to losses	(5,862)	-
- Adjustments to tax expense of prior periods	-	(8,073)
	<u>(8,180)</u>	<u>(2,729)</u>
The prima facie tax on profit/(loss) from ordinary activities before income tax is reconciled to the income tax expense as follows:		
Operating profit/(loss)	(27,267)	17,811
Prima facie tax on profit/(loss) from ordinary activities at 30%	(8,180)	5,344
Add tax effect of:		
- non-deductible expenses	-	-
- timing difference expenses	2,318	(137)
- other deductible expenses	-	-
	<u>(5,862)</u>	<u>5,207</u>
Movement in deferred tax	11 (2,318)	137
Adjustments to tax expense of prior periods	-	(8,073)
	<u>(8,180)</u>	<u>(2,729)</u>
Note 7. Cash and Cash Equivalents		
Cash at bank and on hand	<u>1,039</u>	<u>209</u>
The above figures are reconciled to cash at the end of the financial year as shown in the statement of cashflows as follows:		
Note 7.(a) Reconciliation of cash		
Cash at bank and on hand	1,039	209
Bank overdraft	13 (45,290)	(3,365)
	<u>(44,251)</u>	<u>(3,156)</u>
Note 8. Trade and Other Receivables		
Trade receivables	30,614	33,605
Prepayments	1,501	5,727
	<u>32,115</u>	<u>39,332</u>

Merbein District Community Financial Services Limited
 ABN 68 108 297 945
 Notes to the Financial Statements
 for the Year Ended 30 June 2013

	2013 \$	2012 \$
Note 9. Property, Plant and Equipment		
<u>Plant and equipment</u>		
At cost	49,320	44,583
Less accumulated depreciation	(32,542)	(29,166)
	16,778	15,417
<u>Leasehold improvements</u>		
At cost	69,081	63,508
Less accumulated depreciation	(25,779)	(23,720)
	43,302	39,788
<u>Motor vehicle</u>		
At cost	30,181	30,182
Less accumulated depreciation	(5,117)	(2,332)
	25,064	27,850
Total written down amount	85,144	83,055
Movements in carrying amounts:		
<u>Plant and equipment</u>		
Carrying amount at beginning	15,417	18,239
Additions	4,737	-
Disposals	-	-
Less: depreciation expense	(3,376)	(2,822)
Carrying amount at end	16,778	15,417
<u>Leasehold improvements</u>		
Carrying amount at beginning	39,788	41,919
Additions	5,573	-
Disposals	-	-
Less: depreciation expense	(2,059)	(2,131)
Carrying amount at end	43,302	39,788
<u>Motor vehicle</u>		
Carrying amount at beginning	27,850	-
Additions	-	30,182
Disposals	-	-
Less: depreciation expense	(2,786)	(2,332)
Carrying amount at end	25,064	27,850
Total written down amount	85,144	83,055
Note 10. Intangible Assets		
<u>Franchise fee</u>		
At cost	71,211	71,211
Less: accumulated amortisation	(68,968)	(66,726)
	2,243	4,485
<u>Renewal processing fee</u>		
At cost	56,057	56,057
Less: accumulated amortisation	(44,845)	(33,634)
	11,212	22,423
Total written down amount	13,455	26,908

Merbein District Community Financial Services Limited
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Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 11. Tax	2013	2012
	\$	\$
<u>Deferred tax assets</u>		
- accruals	257	257
- employee provisions	9,302	8,252
- tax losses carried forward	128,057	122,195
	<u>137,616</u>	<u>130,704</u>
 <u>Deferred tax liability</u>		
- deductible prepayments	450	1,718
	<u>450</u>	<u>1,718</u>
 Net deferred tax asset	<u>137,166</u>	<u>128,986</u>
 Movement in deferred tax charged to statement of comprehensive income	<u>(8,180)</u>	<u>(2,729)</u>

Note 12. Trade and Other Payables

Trade creditors	19,002	32,943
Other creditors and accruals	2,450	2,200
	<u>21,452</u>	<u>35,143</u>

Note 13. Borrowings

Current:

Bank overdrafts	7	45,290	3,365
Credit card		171	5
Lease liability	18	6,554	6,113
		<u>52,015</u>	<u>9,483</u>

Non-Current:

Lease liability	18	16,529	23,083
		<u>16,529</u>	<u>23,083</u>

As at balance date the above bank overdraft facility had an overdraft limit of \$100,000 and is charged interest at the Bendigo and Adelaide Bank Limited's Business Solutions Non-Residential Secured Interest Rate (currently 5.10% varying from time to time). The overdraft secured by a fixed and floating charge over the company's assets

Note 14. Provisions

Current:

Provision for annual leave	16,331	12,423
Provision for long service leave	14,074	12,207
	<u>30,405</u>	<u>24,630</u>

Non-Current:

Provision for long service leave	<u>601</u>	<u>2,876</u>
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Merbein District Community Financial Services Limited
ABN 68 108 297 945
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 15. Contributed Equity	2013	2012
	£	£
542,111 Ordinary shares fully paid of \$1 each (2012: 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®** 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").

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.

Merbein District Community Financial Services Limited
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Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 16. Accumulated Losses	2013	2012
	\$	\$
Balance at the beginning of the financial year	(306,730)	(316,422)
Net profit/(loss) from ordinary activities after income tax	(19,087)	20,540
Dividends paid or provided for	(16,271)	(10,848)
Balance at the end of the financial year	<u>(342,088)</u>	<u>(306,730)</u>

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	(19,087)	20,540
Non cash items:		
- depreciation	8,222	7,285
- amortisation	13,453	13,453
Changes in assets and liabilities:		
- (increase)/decrease in receivables	7,217	(10,195)
- (increase)/decrease in other assets	(8,180)	(2,729)
- increase/(decrease) in payables	(13,692)	4,440
- increase in provisions	3,500	1,940
Net cashflows provided by operating activities	<u>(8,567)</u>	<u>34,734</u>

Note 18. Leases

Finance lease commitments

Payable - minimum lease payments

- not later than 12 months	7,961	7,961
- between 12 months and 5 years	17,913	25,874
Minimum lease payments	<u>25,874</u>	<u>33,835</u>
Less future finance charges	(2,791)	(4,639)
Present value of minimum lease payments	<u>23,083</u>	<u>29,196</u>

The finance lease, which commenced in September 2011, is a five-year lease. Interest is recognised at an average rate of 7% (2012: 7%).

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	12,510	15,012
- between 12 months and 5 years	-	12,510
	<u>12,510</u>	<u>27,522</u>

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 further five year term, to be exercised prior to 26 April 2014.

Note 19. Auditor's Remuneration

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

- audit and review services	3,850	3,400
- share registry services	2,416	2,707
- non audit services	1,682	2,386
	<u>7,948</u>	<u>8,493</u>

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 Notes to the Financial Statements
 for the Year Ended 30 June 2013

Note 20. Director and Related Party Disclosures

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

Marianne Dawn Glover
 Jeanette Ellen Worthington
 Kathleen Anne Middleton
 Stephen Jozsef Lorincz
 Rebecca Claire Wells
 Raywin Mary Jamieson
 Paul Matthew Mulder
 David Kim Swee Lim
 Nadine Carol Rudd (*Resigned 21 August 2012*)
 Barry Lyle Smith (*Resigned 17 July 2012*)

Jeanette Worthington is a Partner of Worthington Electrics who provide electrical services to the Company. During the financial year the total benefit Worthington Electrics received was \$71.50 (2012: \$168).

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	<u>2013</u>	<u>2012</u>
Marianne Dawn Glover	1	1
Jeanette Ellen Worthington	5,001	5,001
Kathleen Anne Middleton	-	-
Stephen Jozsef Lorincz	1	1
Rebecca Claire Wells	1	1
Raywin Mary Jamieson	1	1
Paul Matthew Mulder	-	-
David Kim Swee Lim	-	-
Nadine Carol Rudd (<i>Resigned 21 August 2012</i>)	-	-
Barry Lyle Smith (<i>Resigned 17 July 2012</i>)	5,001	5,001

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

Note 21. Dividends Paid or Provided	<u>2013</u>	<u>2012</u>
	\$	\$
a. Dividends paid during the year		
Prior year proposed final		
100% (2012: 100%) unfranked dividend - 3 cents (2012: 2 cents) per share	<u>16,271</u>	<u>10,848</u>

Note 22. 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.

Merbein District Community Financial Services Limited
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Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 23. Earnings Per Share	2013	2012
	\$	\$
(a) Profit/(loss) attributable to the ordinary equity holders of the company used in calculating earnings per share	(19,087)	20,540
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	<u>Number</u> 542,411	<u>Number</u> 542,411

Note 24. Events Occurring After the Balance Sheet Date

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

Note 25. Contingent Liabilities

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

Note 26. 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 27. Registered Office/Principal Place of Business

The registered office and principal place of business is:

Registered Office
66 Commercial Street
Merbein VIC 3505

Principal Place of Business
66 Commercial Street
Merbein VIC 3505

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Notes to the Financial Statements for the Year Ended 30 June 2013

Note 28. Financial Instruments

Net Fair Values

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

Credit Risk

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

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

Interest Rate Risk

Financial instrument	Floating interest rate		Fixed interest rate maturing in						Non interest bearing		Weighted average effective interest rate	
	2013 \$	2012 \$	1 year or less	Over 1 to 5 years		Over 5 years		2013 \$	2012 \$	2013 %	2012 %	
Financial Assets												
Cash and cash equivalents			-	-	-	-	-	-	1,039	200	0.04	2.54
Receivables	-	-	-	-	-	-	-	-	30,614	33,605	N/A	N/A
Financial Liabilities												
Borrowings	45,461	3,370	-	-	-	-	-	-	-	-	9.92	6.35
Finance lease	-	-	6,554	6,113	16,529	23,083	-	-	-	-	7.00	7.00
Payables	-	-	-	-	-	-	-	-	17,347	32,086	N/A	N/A

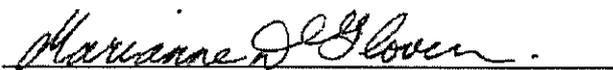
Merbein District Community Financial Services Limited
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Directors' Declaration

In accordance with a resolution of the directors of Merbein District Community 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.



Marianne Dawn Glover, Chairman

Signed on the 24th of September 2013.

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 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.

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 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 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 Merbein District Community Financial Services Limited for the year ended 30 June 2013, complies with section 300A of the *Corporations Act 2001*.



David Hutchings

Andrew Frewin Stewart

61 Bull Street Bendigo Vic 3550

Dated: 24 September 2013