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Annual Report 2018

Merbein District Community
Financial Services Limited

ABN 68 108 297 945

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

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Chair's report

For year ending 30 June 2018

On behalf of the Board, I would like to present the Chair's report of Merbein District Community Financial Services Limited's performance and activities for the 2017/18 financial year.

Thanks to the support of **Community Bank**[®] branch customers and shareholders, the Australia-wide network has now returned more than \$200 million to support and strengthen local communities.

This enormous achievement comes as the **Community Bank**[®] network this year celebrated the 20th anniversary of the model and the opening of the first **Community Bank**[®] branches in the western Victorian farming townships of Rupanyup and Minyip in 1998. Since then more than 321 branches have opened across Australia.

As of 30 June 2018, our Bank had given back over \$572,000 to the local community through our Marketing Development Fund and other contributions. Our Marketing Development Fund is not from the Bank's working capital or profit; but a reward for our banking performance from our franchise partner, Bendigo and Adelaide Bank Limited (BABL). Through the Marketing Development Fund we are able to partner with the community to deliver outcomes that will not only enhance but build capacity in our region. Recently we reviewed our Sponsorship Program and will be relaunching it in 2019. We are keen to ensure we are using all tools at our disposal to grow the business.

A heartfelt thanks to our staff who work at the coalface of our business and execute the day-to-day operations of the business. Part of what makes the **Community Bank**[®] model so successful are the staff behind the counter and at the end of the phone. The Board would like to acknowledge the work and commitment of all of our staff; Patrick, Haley, Tania, Elizabeth and Vikki. In October we farewelled Elizabeth and wished her all the best for a new position. At the time of writing this report we were in the early stages of a recruitment process for a new branch team member.

I'd like to also acknowledge and thank my fellow volunteer Directors Jeanette Worthington (Secretary), Kath Middleton/Trudy Scott (Treasurer), Malcolm Bennett, Marianne Glover, Raywin Jamieson, Ryan Maddox and Gary Simpson for their work during the last twelve months on our Board and various Board committees. We farewelled Raywin Jamieson in September, Gary Simpson in November and Kath Middleton in June. Their contribution and commitment as volunteers is to be commended. I'd like to thank them for all their work. In April this year we welcomed one new Director to the Board - Trudy Scott, who recently agreed to take on the position of Treasurer.

I would like to thank the Bendigo Bank team that has supported our branch in the past twelve months, this includes Wayne Tobin, Regional Community Manager Bendigo/North West Victoria, Sharyn White and Lisa Roberts, the Local Connection Coordinator – Bendigo and North West Victoria, Paul Rains, Regional Lead Bendigo & North West Victoria, Tim Dean Risk and Compliance Manager Bendigo and North West Victoria, David Beynon, Business Insurance Consultant, Community Insurance Solutions and Business Banker Paul Hewitt.

The past financial year has also seen us grow and strengthen our business relationship with Rural Bank. The Board views our relationship with Rural Bank as one of the keys to growing our business. With that I would like to thank Greg Kuchel, Regional Manager Agri Business (Wimmera & Mallee), Mark Vartuli, Relationship Manager and Jess Seaver, Assistant Relationship Manager.

Agriculture continues to be a major industry in our region and even in the past twelve months we can see how much land in the boundaries of our own town has been redeveloped or put back into production. In the Victorian Skills Commissioner's report Mallee Region Skills Demand Profile, there is identified the expected growth of agriculture in our region. Our ability to now partner with Rural Bank enables our business to offer a more diverse range of products to our not only our customers but Rural Bank customers. We look forward to continuing to work together and capitalising on this relationship to grow our business.

Chair's report (continued)

For those unfamiliar with Rural Bank, they are 100% owned by BABL. They have a wide range of products and services to meet the needs of our farming community. Rural Bank was founded under a banking licence granted in 2000, to provide specialist banking services to rural and regional Australia at a time when these services were being withdrawn by major banks. Rural Bank is still filling the growing gap as other banks continue to consolidate services or move out of regional Australia completely.

The past year we have started to see the business continue to move forward in a positive direction. BABL has again indicated that they will be providing, and are supportive of a further reduced overdraft facility. In light of our current financial standing and expected cost of meeting compliance requirements, we did not issue any dividends for this 2017/18 financial year.

The Board was recently informed by our franchisor BABL that we are required to undertake a significant upgrade of facilities and systems within our business. All of which is required to be completed by the end of the 2018/19 financial year. We are in the process of working through the costings of this project and will work with BABL to ensure all is completed and our business meets all compliance requirements. We do however envisage that this will be of significant cost to the business.

The 2018/19 financial year will see the end of our current five year franchise agreement with BABL. The Board will be looking to enter into a new franchise agreement for a further five years.

Together our team of staff and Directors continues to work hard to grow the business so we can in the future to declare a dividend for our loyal shareholders.

I must at this point ask the question – are you a customer? If not, why not? If so, do you have only one product? Why only one? Are you an active customer? And are you a member of a club? Are you in a position to introduce our Branch Manager to the members and talk to them about becoming a customer? How can you help grow our business?

Every day, every new account or product set up, means we are a step closer to paying a dividend. Today we operate in an environment where the banking and finance sector is more competitive than it has ever been before, with tightening margins on products and aggressive marketing within the national banking sector.

With that in mind, we encourage you to share our story and engage with us personally or through your business. In the 2018/19 financial year we will continue to work for you to grow all elements of the business, including our product lines of equipment and leasing, commercial, business, personal and travel insurance, our range of credit cards, superannuation, commercial and personal loans and deposit facilities, so that we can strengthen our business and profitability and in turn, strengthen our community.



Rebecca Wells
Chair

Manager's report

For year ending 30 June 2018

It gives me great pleasure to report on the progress of Merbein & District **Community Bank**[®] Branch, to our valued shareholders, for the year ending 30 June 2018.

The last 12 months has been a relative tough environment for Financial Services although lending rates remain at historic lows, there has been many challenges for investors chasing returns on investments. Although we have had a small increase in lending and consumer deposits with growth of 2.60% and 2.5% respectively, overall our footings reduced by 3.80%, however the trend remains that our profits remain positive and key indicators are also trending upwards.

The pleasing aspect in the last 12 months that although some challenges have presented and will continue to be there, the positive nature of the **Community Bank**[®] model remains. This has been driven by the wonderful staff in the Merbein & District **Community Bank**[®] Branch, the Board and the community alike.

Some highlights attributed to the branch to 30 June 2018 include:

- Lending footings now \$19.7 million
- Deposit footings now \$40.6 million
- Other Business footings now \$11.1 million
- Overall Footings now \$71.4 million.

The Marketing Development Fund is an additional source of income that is provided to our company from Bendigo and Adelaide Bank Limited for grants, sponsorships or marketing.

Some of the sponsorships to 30 June 2018 have included:

- \$6,000 Major sponsorship of Mallee sports Assembly – Sports Star of the Year Award
- \$6,000 Breakfast program at Merbein P-10 College
- \$5,000 Chaffey Aged Care
- \$1,000 Merbein Rotary Club – Carols by Candlelight
- \$750 Lions Club of Merbein – Defibrillator

We have also continued our involvement with local schools and scholarships, which is a fantastic initiative and engages the whole community, highlights being:

- \$1,000 Merbein P-10 College Scholarships and Awards
- \$500 School Scholarship for Mildura Senior College

Future

We have all seen the amazing advertising with **Be the change** and the emotional and intrinsic value that the **Community Bank**[®] model has in each of its towns. This is no different to Merbein and recently the support in local projects has had the same impact.

The **Be the change** campaign has shown the diverse areas that we can support the community and we are all custodians of the future of our own community. So how can you help and be part of “the change”, well its simple. The more support we get the greater the opportunity there is for us to give back to the community. Now this has been a common discussion point in the past and is now time to really take some action in this area. The Merbein & District **Community Bank**[®] Branch is a full service bank; we have the capability to service Rural Banking, Business Banking, Personal Banking and Wealth and Insurance and everyone in our community requires assistance in one or more of these services.

Manager's report (continued)

For us to progress as a local community we need to think local and act local, our doors are open and we look forward to meeting all our existing customers and many new ones in the future.

Staff

We have recently had one staff change with Elizabeth Ross moving to another branch and it would be remiss of me not to thank Elizabeth for all her efforts and we wish her further success in the future. We will be looking to fill this position in the coming weeks and in the meantime our amazing staff in Tanya Pratt, Haley Hlasny and Vikki Stevens will always be here to assist you with all your needs. We have also welcomed Mark Vartuli from Rural Bank as part of our team and it is great to have an experienced specialised Agri Bank Representative for our area.

Closing

As we know the world we live in is moving faster and the future presents many great opportunities with the emergence of technology in the banking sector. The one area that won't change is our desire to keep providing high levels of customer service. We are excited about the future of banking in the Merbein district and look forward to growing as our community grows and together we can achieve great things.

"The best way to predict the future, is to create it", look forward to seeing you all in the future.



Patrick Irwin
Branch Manager

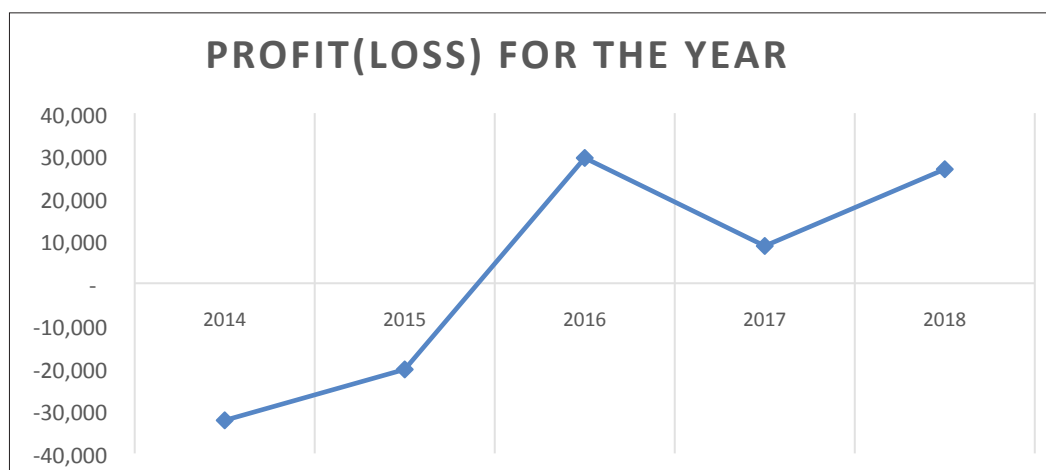
Treasurer's report

For year ending 30 June 2018

Merbein District Community Financial Services Limited has achieved an operating profit of \$26,809 for the 2017/18 financial year.

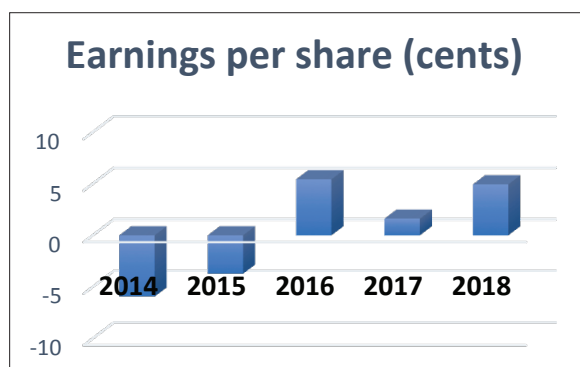
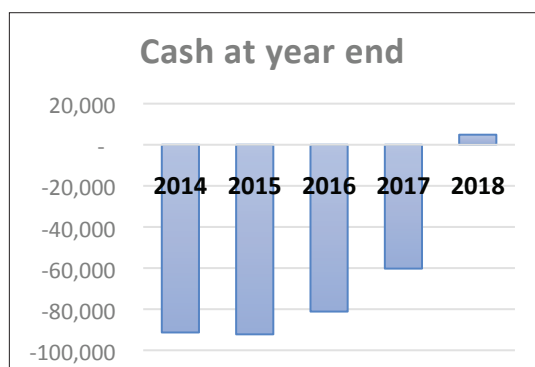
The past year has seen a positive move forward in the business and extends the overall positive trend shown from previous years, nevertheless we are not yet in the position to pay a dividend to our shareholders.

The continued growth of the business is vital to our goal of improving our financial results and ensuring we are in a position to meet our all our obligations, reduce our overdraft, position and place the business in a position to be able to declare a dividend for our shareholders and invest in our community through community projects, outside of our Marketing and Development Funds.



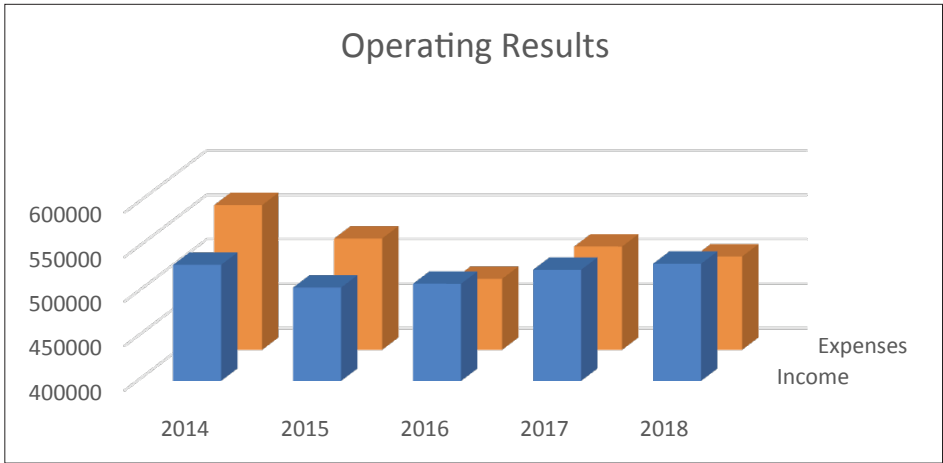
The earnings per share value continues to improve with business growth.

As a business we must continue to plan and meet our obligations as they fall due. We have accrued funds in anticipation of the renewal of our Franchise Agreement for another five years, due in July 2019. We have managed to reduce the overdraft facility, in line with our goal to become and remain cash positive. We continue to plan for some significant compliance expenses faced in the 2018/19 financial year.



Treasurer’s report (continued)

As a **Community Bank®** company shareholder, you can help us achieve this goal by being an ambassador for our business. Every new account builds our business and brings us one step closer to reaching our goal. We ask you to encourage your network to bank with our **Community Bank®** branch, in turn, giving us more opportunity to provide support in paid community contributions.



Moving forward the Board has identified growth as a key challenge and our team remains committed to strengthening relationships and implementing strategies to increase business activity and reduce costs where possible. We appreciate the positive working relationships we have with our partner, Bendigo and Adelaide Bank Limited, and we thank our customers and shareholders for their ongoing support.

The financial results show the commitment of the Board, Management and staff to controlling expenses, improving income and furthering the growth of the business.

We look forward to another positive year.

Trudy Scott
Treasurer

Bendigo and Adelaide Bank report

For year ending 30 June 2018

It's been 20 years since the doors to the first **Community Bank**[®] branch opened. And it has only been a few months since the latest, the 321st, **Community Bank**[®] branch opened its doors.

In the last 20 years, much has changed. A staggering 92 per cent of our customers do their banking online and we pay for goods and services on a range of mobile phones, our watches and even our fitness devices. Many are embracing this online world with a sense of excitement and confidence. Our model will be even more accessible to people right across Australia.

Despite the change many things have also remained constant through the last two decades. Commitment within communities remains as strong today as it has ever been; from our first **Community Bank**[®] branch to the most recent one, and the 319 in between.

This year, five of our **Community Bank**[®] branches are celebrating 20 years in business. Bendigo Bank has celebrated 160 years in business. We farewelled Managing Director Mike Hirst and welcomed into the MD role long-time Bendigo employee Marnie Baker.

Our **Be the change** online marketing campaign has been the most successful online marketing campaign ever run by our organisation. The premise behind **Be the change** is simple – it thanks individual customers for banking with their **Community Bank**[®] branch.

But it's not the Bank thanking the customers. It's not the staff, volunteer directors or shareholders thanking the customers. It's the kids from the local little athletics and netball clubs, it's the man whose life was saved by a **Community Bank**[®] funded defib unit, it's members of the local community choir and the animal rescue shelter. These people whose clubs and organisations have received a share of over \$200 million in **Community Bank**[®] contributions, all because of people banking with their local **Community Bank**[®] branch.

Be the change has further highlighted the power of the model. For others, customers are important. For our **Community Bank**[®] network, customer support ensures our point of difference. It's the reason we can share in the revenue generated by their banking business. Without this point of difference, we would be just another bank.

But we're not, we're Bendigo Bank and we're Australia's only 'community bank', recently named by Roy Morgan Research as Australia's third most trusted brand and most trusted bank. As one of 70,000-plus **Community Bank**[®] company shareholders across Australia, these are outcomes we hope you too are proud of.

I'd like to thank you for your decision to support your local **Community Bank**[®] company as a shareholder. Your support has been vitally important to enhancing the prospects and outcomes within your community.

Without you, there would be no **Community Bank**[®] branch network in Australia.

We value your initial contribution and your ongoing support of your **Community Bank**[®] branch and your community. Thank you for continuing to play a role in helping your community **Be the change**.



Robert Musgrove
Bendigo and Adelaide Bank

Directors' report

For the financial year ended 30 June 2018

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

Directors

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

Rebecca Claire Wells

Chair

Occupation: Administration

Qualifications, experience and expertise: Bachelor of Arts. Master of Media Production (Hons). Master of Business Administration and is a GAICD. She is also an alumni of the Northern Mallee Leaders Program.

Special responsibilities: She is a member of the company's Marketing and Development Committee and in late 2017 was appointed to the Community Bank National Council. She is a representative for North West Victoria on the Vic State Regional Marketing Collaboration Group and is a representative on the North West Marketing Collaboration Group. She is also a member on the community bank network's Director Development & Governance Reference Group.

Interest in shares: 1

Marianne Dawn Glover

Director

Occupation: Hairdresser

Qualifications, experience and expertise: Merbein Development Association Inc. - President. Merbein Uniting Church - Chairman. Merbein Vanilla Slice Inc. - Committee Member.

Special responsibilities: Marketing & Development Committee

Interest in shares: 1

Jeanette Ellen Worthington

Secretary

Occupation: Administration

Qualifications, experience and expertise: Administration/Project Officer with Mallee Sports Assembly for 12 years. Partner in family Electrical Contracting Business. Have been associated with the administration of Community and Sporting Clubs across Sunraysia for many years.

Special responsibilities: Marketing & Development Committee

Interests in shares: 5,001

Ryan Christian Maddox

Director

Occupation: Solicitor

Qualifications, experience and expertise: Ryan is a Solicitor practicing in Commercial Law in Mildura and has been since 2008, his prior experience was in Business and Corporate Banking (Transactional and Lending) with National Australia Bank Ltd from 2002-2008. He was Secretary of Northwest Law Association and its successor North West Victorian Law Association Inc from 2014-2017, he was Director of Sunraysia Junior football league 2009-2011, he has been volunteering with Murray Mallee Community Legal Centre since 2015. He is part of the Northern Mallee Leadership program Alumni 2015 and he holds a Bachelor of Economics, and a Bachelor of Laws (University of Tasmania) he also holds a Graduate Diploma in Legal Practice (College of Law).

Special responsibilities: Governance Committee

Interest in shares: Nil

Malcolm Raymond Bennett

Director

Occupation: Horticulturalist

Qualifications, experience and expertise: Malcolm is a partner in family dried fruit property, he is secretary of Merbein branch of Dried fruits Australia, Secretary/Treasurer Mildura Red Cliffs Rifle Club, Former Board member Lower Murray Water and he holds an Associate Diploma of Mechanical Engineering. He is a current director of Merbein Contract Harvesting.

Special responsibilities: Marketing and Development and Finance Committee

Interest in shares: 500

Directors' report (continued)

Directors (*continued*)

Trudy Ann Scott

Treasurer (*Appointed 24 April 2018*)

Occupation: Finance

Qualifications, experience and expertise: Trudy is currently Finance manager at Mildura Airport. She is a committee member of Northern Mallee Leaders Alumni Committee. She holds a Bachelor of Business (Accounting). GAICD

Special responsibilities: Treasurer

Interest in shares: Nil

Kathleen Anne Middleton

Director (*Resigned 30 June 2018*)

Occupation: Unemployed

Qualifications, experience and expertise: Associate Diploma Business (Accounting) - Bachelor of Business (Accounting). 20 years Bookkeeping/Accounting. Girl Guides Victoria, Leader - 26 years, Treasurer at Guides 13 years. Sunraysia Gang Show 24 years, Treasurer at Gang Show 8 years. Cardross Football Club Inc (Treasurer, Secretary, President, Sports Trainer). Mildura City Markets Treasurer and Mallee Wanders Trefoil Guild Treasurer.

Special responsibilities: Former Member of the Finance Committee

Interest in shares: 1

Gary Wayne Simpson

Director (*Resigned 27 November 2017*)

Occupation: Chief Executive Officer

Qualifications, experience and expertise: Gary has 15 years experience in executive management, 11 years experience as a CEO reporting to a board of directors, 15 years experience in corporate governance and is currently the CEO of MASP. He is Chairman of Sunraysia Academy of sport, an executive member Northern Mallee Community Partnership, a member of Roadsafe Mildura committee, Former director of Sunraysia Mallee Economic Development board, former chair of Northern Mallee Local learning and employment network. He has a Graduate Diploma of Public Administration and Associate Diploma of Justice Administration.

Special responsibilities: Nil

Interest in shares: Nil

Raywin Mary Jamieson

Director (*Resigned 1 September 2017*)

Occupation: Hairdresser / Events Coordinator

Raywin has been a business owner for 43 years, 32 years in Girls Guides, she is the Chairperson Mildura City Markets, member of the Merbein Development Association Inc and events coordinator Mildura Show Society Inc.

Special responsibilities: Chair of the Governance Committee

Interest in shares: 1

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

Company Secretary

The company secretary is Jeanette Worthington. Jeanette was appointed to the position of secretary on 10 March 2004.

Jeanette 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 was 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.

Directors' report (continued)

Operating results

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

Year ended 30 June 2018	Year ended 30 June 2017
\$	\$
26,809	8,767

Dividends

No dividends were declared or paid for the previous year and the directors recommend that no dividend be paid for 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.

Events since the end of the financial year

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

Likely developments

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

Environmental regulation

The company is not subject to any significant environmental regulation.

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' report (continued)

Directors' meetings

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

	Board Meetings Attended		Marketing Committee Meetings Attended	
	<u>Eligible</u>	<u>Attended</u>	<u>Eligible</u>	<u>Attended</u>
Rebecca Claire Wells	11	11	7	4
Marianne Dawn Glover	11	10	7	6
Jeanette Ellen Worthington	11	11	7	7
Ryan Christian Maddox	11	9	-	-
Malcolm Raymond Bennett	11	11	7	7
Trudy Ann Scott (<i>Appointed 24 April 2018</i>)	3	3	-	-
Kathleen Anne Middleton (<i>Resigned 30 June 2018</i>)	11	2	-	-
Gary Wayne Simpson (<i>Resigned 27 November 2017</i>)	2	2	-	-
Raywin Mary Jamieson (<i>Resigned 1 September 2017</i>)	2	1	-	-

Proceedings on behalf of the company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party, for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

No proceedings have been brought or intervened in on behalf of the company with leave of the Court under section 237 of the *Corporations Act 2001*.

Non audit services

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

The board of directors has considered the position 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 board 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.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 13.

Signed in accordance with a resolution of the board of directors at Merbein, Victoria on 25 September 2018.



Rebecca Claire Wells, Chair

Auditor's independence declaration



Chartered Accountants

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

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

As lead auditor for the audit of Merbein District Community Financial Services Limited for the year ended 30 June 2018, I declare that, to the best of my knowledge and belief, there have been:

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

A handwritten signature in black ink, appearing to read 'Andrew Frewin Stewart'.

Andrew Frewin Stewart
61 Bull Street, Bendigo Vic 3550
Dated: 25 September 2018

A handwritten signature in black ink, appearing to read 'David Hutchings'.

David Hutchings
Lead Auditor

Financial statements

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

	Notes	2018 \$	2017 \$
Revenue from ordinary activities	4	531,787	524,986
Employee benefits expense		(307,859)	(300,441)
Charitable donations, sponsorship, advertising and promotion		(38,254)	(51,653)
Occupancy and associated costs		(43,145)	(38,565)
Systems costs		(16,318)	(16,520)
Depreciation and amortisation expense	5	(23,620)	(20,954)
Finance costs	5	(1,524)	(2,844)
General administration expenses		(64,022)	(81,501)
Profit before income tax expense		37,045	12,508
Income tax expense	6	(10,236)	(3,741)
Profit after income tax expense		26,809	8,767
Total comprehensive income for the year attributable to the ordinary shareholders of the company:		26,809	8,767
Earnings per share		¢	¢
Basic earnings per share	22	4.94	1.62

The accompanying notes form part of these financial statements.

Financial statements (continued)

Balance Sheet

as at 30 June 2018

	Notes	2018 \$	2017 \$
ASSETS			
Current assets			
Cash and cash equivalents	7	53,601	1,293
Trade and other receivables	8	46,336	48,553
Total current assets		99,937	49,846
Non-current assets			
Property, plant and equipment	9	70,300	80,176
Intangible assets	10	13,743	27,485
Deferred tax asset	11	116,091	126,327
Total non-current assets		200,134	233,988
Total assets		300,071	283,834
LIABILITIES			
Current liabilities			
Trade and other payables	12	31,120	31,605
Borrowings	13	53,477	66,064
Provisions	14	39,217	32,145
Total current liabilities		123,814	129,814
Non-current liabilities			
Provisions	14	2,106	699
Borrowings	13	13,682	19,661
Total non-current liabilities		15,788	20,360
Total liabilities		139,602	150,174
Net assets		160,469	133,660
EQUITY			
Issued capital	15	490,005	490,005
Accumulated losses	16	(329,536)	(356,345)
Total equity		160,469	133,660

The accompanying notes form part of these financial statements.

Financial statements (continued)

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

	Issued capital \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2016	490,005	(365,112)	124,893
Total comprehensive income for the year	-	8,767	8,767
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 2017	490,005	(356,345)	133,660
Balance at 1 July 2017	490,005	(356,345)	133,660
Total comprehensive income for the year	-	26,809	26,809
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 2018	490,005	(329,536)	160,469

The accompanying notes form part of these financial statements.

Financial statements (continued)

Statement of Cash Flows for the year ended 30 June 2018

	Notes	2018 \$	2017 \$
Cash flows from operating activities			
Receipts from customers		585,962	568,311
Payments to suppliers and employees		(511,310)	(518,983)
Interest paid		(1,524)	(2,844)
Net cash provided by operating activities	17	73,128	46,484
Cash flows from investing activities			
Payments for property plant & equipment		-	(22,996)
Payments for intangible assets		(2,254)	(24,790)
Net cash used in investing activities		(2,254)	(47,786)
Cash flows from financing activities			
Proceeds from Borrowing		-	25,132
Repayment of borrowings		(5,727)	(2,924)
Net cash provided by/(used in) financing activities		(5,727)	22,208
Net increase in cash held		65,147	20,906
Cash and cash equivalents at the beginning of the financial year		(60,255)	(81,161)
Cash and cash equivalents at the end of the financial year	7(a)	4,892	(60,255)

The accompanying notes form part of these financial statements.

Notes to the financial statements

For year ended 30 June 2018

Note 1. Summary of significant accounting policies

a) Basis of preparation

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

Compliance with IFRS

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

Critical accounting estimates

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

Historical cost convention

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

Comparative figures

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

Application of new and amended accounting standards

There are a number of amendments to accounting standards issued by the AASB that became mandatorily effective for accounting periods beginning on or after 1 July 2017, and are therefore relevant for the current financial year.

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

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

There are also a number of accounting standards and interpretations issued by the AASB that become effective in future accounting periods.

The company has elected not to apply any accounting standards or interpretations before their mandatory operative date for the annual reporting period beginning 1 July 2017. These future accounting standards and interpretations therefore have no impact on amounts recognised in the current period or any prior period.

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

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

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

a) Basis of preparation (continued)

Application of new and amended accounting standards (continued)

So far, the most significant impact identified is that the company will recognise new assets and liabilities for its operating lease of its branch. As at 30 June 2018, the company's future minimum lease payment under non-cancellable operating leases amount to \$17,727, on an undiscounted basis (see Note 18).

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

Economic dependency - Bendigo and Adelaide Bank Limited

The company has entered into a franchise agreement with Bendigo and Adelaide Bank Limited that governs the management of the Community Bank® 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.

The company promotes and sells the products and services, but is not a party to the transaction.

The credit risk (i.e. the risk that a customer will not make repayments) is for the relevant Bendigo and Adelaide Bank Limited entity to bear as long as the company has complied with the appropriate procedures and relevant obligations and has not exercised a discretion in granting or extending credit.

Bendigo and Adelaide Bank Limited provides significant assistance in establishing and maintaining the Community Bank® 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 and assistance in relation to:

- 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
- 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.

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

b) Revenue

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

Revenue calculation

The franchise agreement provides that three forms of revenue may be earned by the company – margin, commission and fee income. Bendigo and Adelaide Bank Limited decides the form of revenue the company earns on different types of products and services.

The revenue earned by the company is dependent on the business that it generates. It may also be affected by other factors, such as economic and local conditions, for example, interest rates.

Core banking products

Bendigo and Adelaide Bank Limited has identified some Bendigo Bank Group products and services as 'core banking products'. It may change the products and services which are identified as core banking products by giving the company at least 30 days notice. Core banking products currently include Bendigo Bank branded home loans, term deposits and at call deposits.

Margin

Margin is arrived at through the following calculation:

- Interest paid by customers on loans less interest paid to customers on deposits
- *plus* any deposit returns i.e. interest return applied by Bendigo and Adelaide Bank Limited for a deposit,
- *minus* any costs of funds i.e. interest applied by Bendigo and Adelaide Bank Limited to fund a loan.

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

The company is entitled to a share of the margin earned by Bendigo and Adelaide Bank Limited (i.e. income adjusted for Bendigo and Adelaide Bank Limited's interest expense and interest income return). However, if this reflects a loss, the company incurs a share of that loss.

Commission

Commission is a fee paid for products and services sold. It may be paid on the initial sale or on an ongoing basis. Commission is payable on the sale of an insurance product such as home contents. Examples of products and services on which ongoing commissions are paid include leasing and Sandhurst Trustees Limited products.

Fee income

Fee income is a share of what is commonly referred to as 'bank fees and charges' charged to customers by Bendigo Bank Group entities including fees for loan applications and account transactions.

Discretionary financial contributions

In addition to margin, commission and fee income, and separate from the franchise agreement, Bendigo and Adelaide Bank Limited has also made discretionary financial payments to the company. These are referred to by Bendigo and Adelaide Bank Limited as a "Market Development Fund" (MDF).

The amount has been based on the volume of business attributed to a branch. The purpose of the discretionary payments is to assist with local market development activities, including community sponsorships and donations. It is for the board to decide how to use the MDF.

The payments from Bendigo and Adelaide Bank Limited are discretionary and Bendigo and Adelaide Bank Limited may change the amount or stop making them at any time.

Notes to the financial statements (continued)

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

b) Revenue (*continued*)

Ability to change financial return

Under the franchise agreement, Bendigo and Adelaide Bank Limited may change the form and amount of financial return that the company receives. The reasons it may make a change include changes in industry or economic conditions or changes in the way Bendigo and Adelaide Bank Limited earns revenue.

The change may be to the method of calculation of margin, the amount of margin, commission and fee income or a change of a margin to a commission or vice versa. This may affect the amount of revenue the company receives on a particular product or service. The effect of the change on the revenue earned by the company is entirely dependent on the change.

Ability to change financial return (*continued*)

If Bendigo and Adelaide Bank Limited makes a change to the margin or commission on core banking products and services, it must not reduce the margin and commission the company receives on core banking products and services Bendigo and Adelaide Bank Limited attributes to the company to less than 50% (on an aggregate basis) of Bendigo and Adelaide Bank Limited's margin at that time. For other products and services, there is no restriction on the change Bendigo and Adelaide Bank Limited may make.

Bendigo and Adelaide Bank Limited must give the company 30 days notice before it changes the products and services on which margin, commission or fee income is paid, the method of calculation of margin and the amount of margin, commission or fee income.

Monitoring and changing financial return

Bendigo and Adelaide Bank Limited monitors the distribution of financial return between Community Bank® companies and Bendigo and Adelaide Bank Limited on an ongoing basis.

Overall, Bendigo and Adelaide Bank Limited has made it clear that the Community Bank® model is based on the principle of shared reward for shared effort. In particular, in relation to core banking products and services, the aim is to achieve an equal share of Bendigo and Adelaide Bank Limited's margin.

c) Income tax

Current tax

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

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.

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

c) Income tax (continued)

Deferred tax (continued)

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

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

Current and deferred tax for the period

Current and deferred tax is recognised as an expense or income in the Statement of Profit or Loss and Other Comprehensive Income, except when it relates to items credited or debited to equity, in which case the deferred tax is also recognised directly in equity, or where it arises from initial accounting for a business combination, in which case it is taken into account in the determination of goodwill or gain from a bargain purchase.

d) Employee entitlements

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

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

e) Cash and cash equivalents

For the purposes of the Statement of Cash Flows, cash includes cash on hand and in banks and investments in money market instruments, net of outstanding bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the Balance Sheet.

f) Trade receivables and payables

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

g) Property, plant and equipment

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

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

Notes to the financial statements (continued)

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

g) Property, plant and equipment (*continued*)

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

- leasehold improvements	5 - 15	years
- plant and equipment	2.5 - 40	years
- motor vehicles	3 - 5	years

h) Intangibles

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

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

i) Payment terms

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

j) Borrowings

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

k) Financial instruments

Recognition and initial measurement

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

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

Derecognition

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

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) Financial liabilities

Financial liabilities include borrowings, trade and other payables and non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost using the effective interest rate method.

Impairment

At each reporting date, the entity assesses whether there is objective evidence that a financial instrument has been impaired. Impairment losses are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

Notes to the financial statements (continued)

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

l) Leases

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

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

m) Provisions

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

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

n) Issued capital

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

o) Earnings per share

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

p) Goods and Services Tax

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

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

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

Notes to the financial statements (continued)

Note 2. Financial risk management

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

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

(i) Market risk

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

(ii) Price risk

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

(iii) Credit risk

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

(iv) Liquidity risk

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

(v) Cash flow and fair value interest rate risk

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

(vi) Capital management

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

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

The distribution limit is the greater of:

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

The board is managing the growth of the business in line with this requirement. There are no other externally imposed capital requirements, although the nature of the company is such that amounts will be paid in the form of charitable donations and sponsorship. Charitable donations and sponsorship paid for the year ended 30 June 2018 can be seen in the Statement of Profit or Loss and Other Comprehensive Income.

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

Notes to the financial statements (continued)

Note 3. Critical accounting estimates and judgements

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

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

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

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

Taxation

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

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

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

Estimation of useful lives of assets

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

Impairment of assets

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

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

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

Notes to the financial statements (continued)

Note 3. Critical accounting estimates and judgements (continued)

Impairment of assets (continued)

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	2018	2017
	\$	\$
Operating activities:		
- gross margin	407,985	387,803
- services commissions	35,766	42,096
- fee income	48,605	57,086
- market development fund	37,500	37,500
Total revenue from operating activities	<u>529,856</u>	<u>524,485</u>
Non-operating activities:		
- other revenue	1,931	501
Total revenue from non-operating activities	<u>1,931</u>	<u>501</u>
Total revenues from ordinary activities	<u>531,787</u>	<u>524,986</u>

Note 5. Expenses

Depreciation of non-current assets:		
- plant and equipment	1,286	2,214
- leasehold improvements	3,265	2,676
- motor vehicle	5,326	2,321
Amortisation of non-current assets:		
- franchise agreement	2,291	2,291
- franchise renewal fee	11,452	11,452
	<u>23,620</u>	<u>20,954</u>
Finance costs:		
- interest paid	<u>1,524</u>	<u>2,844</u>
Bad debts	<u>(124)</u>	<u>(23)</u>
Loss on disposal of non-current assets	<u>-</u>	<u>13,059</u>
Charitable donations, sponsorship, advertising and promotion	<u>38,254</u>	<u>51,653</u>

Charitable donations, sponsorship, advertising and promotion is made up of sponsorships, donations and marketing and advertising expenses. Sponsorship and donation expenses are partially funded by market development fund contributions. The market development fund is an additional source of income that is given to our company by Bendigo and Adelaide Bank Limited. Bendigo and Adelaide Bank Limited's contribution is wholly discretionary and not provided for under our franchise agreement with them. This payment totalled \$37,500 in the 2017/18 financial year and is paid by Bendigo and Adelaide Bank Limited on the condition that it must be used solely for grants, sponsorships or donations. It is unable to held as working capital.

Notes to the financial statements (continued)

Note 6.	Income tax expense	2018	2017
		\$	\$
	The components of tax expense comprise:		
	- Movement in deferred tax	(1,271)	(4,832)
	- Under/(Over) provision of tax in the prior period	49	-
	- Recoupment of prior year tax losses	11,458	8,573
		<u>10,236</u>	<u>3,741</u>

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

Operating profit	37,045	12,508
Prima facie tax on profit from ordinary activities at 27.5% (2017: 27.5%)	10,187	3,390
Add tax effect of:		
- non-deductible expenses	-	3,942
- timing difference expenses	1,271	1,241
	<u>11,458</u>	<u>8,573</u>
Movement in deferred tax	(1,271)	(4,832)
Under/(Over) provision of income tax in the prior year	49	-
	<u>10,236</u>	<u>3,741</u>

Note 7. Cash and cash equivalents

Cash at bank and on hand	<u>53,601</u>	<u>1,293</u>
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Note 7.(a) Reconciliation to cash flow statement

The above figures reconcile to the amount of cash shown in the statement of cash flows at the end of the financial year as follows:

Cash at bank and on hand		53,601	1,293
Bank overdraft	Note 13	(48,709)	(61,548)
		<u>4,892</u>	<u>(60,255)</u>

Note 8. Trade and other receivables

Trade receivables	38,858	39,861
Prepayments	7,478	8,692
	<u>46,336</u>	<u>48,553</u>

Notes to the financial statements (continued)

Note 9.	Property, plant and equipment	2018	2017
		\$	\$
Leasehold improvements			
At cost		85,998	85,998
Less accumulated depreciation		(42,786)	(39,521)
		<u>43,212</u>	<u>46,477</u>
Plant and equipment			
At cost		48,480	48,480
Less accumulated depreciation		(41,954)	(40,669)
		<u>6,526</u>	<u>7,811</u>
Motor vehicles			
At cost		26,632	26,632
Less accumulated depreciation		(6,070)	(744)
		<u>20,562</u>	<u>25,888</u>
Total written down amount		<u>70,300</u>	<u>80,176</u>
Movements in carrying amounts:			
Leasehold improvements			
Carrying amount at beginning		46,477	49,811
Less: depreciation expense		(3,265)	(3,334)
Carrying amount at end		<u>43,212</u>	<u>46,477</u>
Plant and equipment			
Carrying amount at beginning		7,811	9,367
Less: depreciation expense		(1,285)	(1,556)
Carrying amount at end		<u>6,526</u>	<u>7,811</u>
Motor vehicles			
Carrying amount at beginning		25,888	18,272
Additions		-	26,632
Disposals		-	(16,695)
Less: depreciation expense		(5,326)	(2,321)
Carrying amount at end		<u>20,562</u>	<u>25,888</u>
Total written down amount		<u>70,300</u>	<u>80,176</u>

Notes to the financial statements (continued)

Note 10. Intangible assets	2018	2017
	\$	\$
Franchise fee		
At cost	82,664	82,664
Less: accumulated amortisation	(80,373)	(78,083)
	<u>2,291</u>	<u>4,581</u>
Renewal processing fee		
At cost	113,317	113,317
Less: accumulated amortisation	(101,865)	(90,413)
	<u>11,452</u>	<u>22,904</u>
Total written down amount	<u>13,743</u>	<u>27,485</u>

Note 11. Tax

Non-Current:

Deferred tax assets		
- accruals	474	636
- employee provisions	11,364	9,032
- tax losses carried forward	108,575	120,083
	<u>120,413</u>	<u>129,750</u>
Deferred tax liability		
- property, plant and equipment	4,322	3,423
	<u>4,322</u>	<u>3,423</u>
Net deferred tax asset	<u>116,091</u>	<u>126,327</u>
Movement in deferred tax charged to Statement of Profit or Loss and Other Comprehensive Income	<u>10,236</u>	<u>3,741</u>

Note 12. Trade and other payables

Current:

Trade creditors	27,225	26,191
Other creditors and accruals	3,895	5,414
	<u>31,120</u>	<u>31,605</u>

Notes to the financial statements (continued)

Note 13. Borrowings		2018	2017
		\$	\$
Current:			
Bank overdrafts		48,709	61,548
Chattel mortgage	Note 18	4,768	4,516
		<u>53,477</u>	<u>66,064</u>
Non-Current:			
Chattel Mortgage	Note 18	<u>13,682</u>	<u>19,661</u>

As at balance date the overdraft facility had a limit of \$100,000 and is charged interest at the Bendigo and Adelaide Bank Limited's Business Solutions Non-Residential Secured Interest Rate (currently 4.11%). The overdraft is secured by a fixed and floating charge over the company's assets. As of 10 September this facility has been reduced to \$80,000.

Note 14. Provisions			
Current:			
Provision for annual leave		27,253	21,905
Provision for long service leave		11,964	10,240
		<u>39,217</u>	<u>32,145</u>
Non-Current:			
Provision for long service leave		<u>2,106</u>	<u>699</u>

Note 15. Issued capital			
542,411 ordinary shares fully paid (2017: 542,411)		542,411	542,411
Less: equity raising expenses		(52,406)	(52,406)
		<u>490,005</u>	<u>490,005</u>

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.

Notes to the financial statements (continued)

Note 15. Issued capital (continued)

Rights attached to shares (continued)

(b) Dividends

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

(c) Transfer

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

Subject to the foregoing, shareholders may transfer shares by a proper transfer effected in accordance with the company's constitution and the *Corporations Act 2001*.

Prohibited shareholding interest

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

In summary, a person has a prohibited shareholding interest if 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	2018	2017
	\$	\$
Balance at the beginning of the financial year	(356,345)	(365,112)
Net profit from ordinary activities after income tax	26,809	8,767
Balance at the end of the financial year	<u>(329,536)</u>	<u>(356,345)</u>

Notes to the financial statements (continued)

Note 17. Statement of cash flows	2018	2017
	\$	\$
Reconciliation of profit from ordinary activities after tax to net cash provided by operating activities		
Profit from ordinary activities after income tax	26,809	8,767
Non cash items:		
- depreciation	9,877	7,211
- amortisation	13,743	13,743
- loss on disposal of asset	-	13,059
Changes in assets and liabilities:		
- (increase)/decrease in receivables	2,217	(14,077)
- (increase)/decrease in other assets	10,236	3,741
- increase/(decrease) in payables	1,767	1,637
- increase/(decrease) in provisions	8,479	12,403
Net cash flows provided by operating activities	<u>73,128</u>	<u>46,484</u>

Note 18. Leases

Finance lease commitments		
Payable - minimum lease payments:		
- not later than 12 months	5,728	5,728
- between 12 months and 5 years	16,228	21,955
Minimum lease payments	<u>21,956</u>	<u>27,683</u>
Less future finance charges	(3,506)	(3,506)
Present value of minimum lease payments	<u>18,450</u>	<u>24,177</u>

The finance lease, which commenced in March 2017, is a five year lease. Interest is recognised at an average rate of 5.262%.

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	16,364	16,364
- between 12 months and 5 years	1,363	17,727
	<u>17,727</u>	<u>34,091</u>

The property lease is a non-cancellable lease with a five year term, expiring on 26 July 2019.

Note 19. Auditor's remuneration

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

- audit and review services	4,400	4,200
- share registry services	1,885	1,885
- non audit services	3,120	3,125
	<u>9,405</u>	<u>9,210</u>

Notes to the financial statements (continued)

Note 20. Director and related party disclosures

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

Rebecca Claire Wells
 Marianne Dawn Glover
 Jeanette Ellen Worthington
 Ryan Christian Maddox
 Malcom Raymond Bennett
 Trudy Ann Scott (*Appointed 24 April 2018*)
 Kathleen Anne Middleton (*Resigned 30 June 2016 2018*)
 Gary Wayne Simpson (*Resigned 27 November 2017*)
 Raywin Mary Jamieson (*Resigned 1 September 2017*)

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	2018	2017
Rebecca Claire Wells	1	1
Marianne Dawn Glover	1	1
Jeanette Ellen Worthington	5001	5001
Ryan Christian Maddox	-	-
Malcom Raymond Bennett	500	500
Trudy Ann Scott (<i>Appointed 24 April 2018</i>)	-	-
Kathleen Anne Middleton (<i>Resigned 30 June 2016 2018</i>)	1	1
Gary Wayne Simpson (<i>Resigned 27 November 2017</i>)	-	-
Raywin Mary Jamieson (<i>Resigned 1 September 2017</i>)	1	1

There was 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	2018	2017
	\$	\$
(a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share	26,809	8,767
	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 reporting date

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

Notes to the financial statements (continued)

Note 24. Contingent liabilities and contingent assets

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

Note 25. Segment reporting

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

Note 26. Registered office/Principal place of business

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

Registered Office
66 Commercial Street
Merbein Vic 3505

Principal Place of Business
66 Commercial Street
Merbein Vic 3505

Notes to the financial statements (continued)

Note 27. Financial instruments

Financial Instrument Composition and Maturity Analysis

The table below reflects the undiscounted contractual settlement terms for all financial instruments, as well as the settlement period for instruments with a fixed period of maturity and interest rate.

Financial instrument	Floating interest		Fixed interest rate maturing in						Non interest bearing		Weighted average	
			1 year or less		Over 1 to 5 years		Over 5 years					
	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	%	%
Financial assets												
Cash and cash equivalents	53,401	1,093	-	-	-	-	-	-	200	200	Nil	Nil
Receivables	-	-	-	-	-	-	-	-	38,858	39,861	N/A	N/A
Financial liabilities												
Interest bearing liabilities	48,709	61,548	4,768	4,516	13,682	19,661	-	-	-	-	3.40	3.91
Payables	-	-	-	-	-	-	-	-	27,225	26,191	N/A	N/A

Net Fair Values

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

Credit Risk

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

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

Interest Rate Risk

Interest rate risk refers to the risk that the value of a financial instrument or cash flows associated with the instrument will fluctuate due to changes in market interest rates. Interest rate risk arises from the interest bearing financial assets and liabilities in place subject to variable interest rates, as outlined above.

Sensitivity Analysis

The company has performed sensitivity analysis relating to its exposure to interest rate risk at balance date. This sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in interest rates.

As at 30 June 2018, the effect on profit and equity as a result of changes in interest rate, with all other variables remaining constant would be as follows:

	2018	2017
	\$	\$
Change in profit/(loss)		
Increase in interest rate by 1%	(138)	(846)
Decrease in interest rate by 1%	138	846
Change in equity		
Increase in interest rate by 1%	(138)	(846)
Decrease in interest rate by 1%	138	846

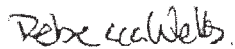
Directors' declaration

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 2018 and of its performance for the financial year ended on that date; and
 - (ii) complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
- (b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.
- (c) the audited remuneration disclosures set out in the remuneration report section of the directors' report comply with Accounting Standard AASB124 Related Party Disclosures and the Corporations Regulations 2001.

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



Rebecca Claire Wells, Chair

Signed on the 25th of September 2018.

Independent audit report



Chartered Accountants

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

Independent auditor's report to the members of Merbein District Community Financial Services Limited

Report on the audit of the financial statements

Our opinion

In our opinion, the financial report of Merbein District Community Financial Services Limited is in accordance with the *Corporations Act 2001*, including:

- i. giving a true and fair view of the company's financial position as at 30 June 2018 and of its performance for the year ended on that date; and
- ii. complying with Australian Accounting Standards.

What we have audited

Merbein District Community Financial Services Limited's (the company) financial report comprises the:

- ✓ Statement of profit or loss and other comprehensive income
- ✓ Balance sheet
- ✓ Statement of changes in equity
- ✓ Statement of cash flows
- ✓ Notes comprising a summary of significant accounting policies and other explanatory notes
- ✓ The directors' declaration of the entity.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Report section of our report.

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Other information

The company usually prepares an annual report that will include the financial statements, directors' report and declaration and our independence declaration and audit report (the financial report). The annual report may also include "other information" on the entity's operations and financial results and financial position as set out in the financial report, typically in a Chairman's report and Manager's report, and reports covering governance and shareholder matters.

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Independent audit report (continued)

The directors are responsible for the other information. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial report does not cover the other information and accordingly we will not express any form of assurance conclusion thereon.

Our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If we identify that a material inconsistency appears to exist when we read the annual report (or become aware that the other information appears to be materially misstated), we will discuss the matter with the directors and where we believe that a material misstatement of the other information exists, we will request management to correct the other information.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation of the financial report so that it gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or cease operations, or have no realistic alternative but to do so.

Auditor's responsibility for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatement can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: <http://www.auasb.gov.au/home.aspx>. This description forms part of our auditor's report.



Andrew Frewin Stewart
61 Bull Street, Bendigo, 3550
Dated: 25 September 2018



David Hutchings
Lead Auditor

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