



Annual Report 2014

Moorabool Community
Enterprises Limited

ABN 46 148 907 591

Ballan & District **Community Bank®** Branch

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Chairman's report

For year ending 30 June 2014

It gives me great pleasure to present the third Chairman's Report on behalf of the Board of Moorabool Community Enterprises Limited (MCEL) trading as Ballan & District **Community Bank**[®] Branch.

Our **Community Bank**[®] branch was officially opened on 4 November 2011, and this report reflects the sound further growth of our banking and financial services presence in the West Moorabool District. Our **Community Bank**[®] branch has been established to provide a full range of banking services to the wider community, which includes one central **Community Bank**[®] branch in Ballan and ATMs at Ballan and Bungaree. I urge all shareholders and customers to use our ATMs particularly our Bungaree ATM so that we can continue to provide the convenience and service this machine provides.

Strong and growing support for the **Community Bank**[®] branch across the district since the branch opened has allowed the Board to invest back into the community through grants, sponsorships and donations of over \$60,000 across a broad spectrum of local community organisations in Dunnstown, Springbank, Gordon, Ballan, Bungaree, Myrniong, Greendale and more.

We are very pleased to report the financial results are moving ahead of the prospectus projections, and once in profit we will be looking to fund some significant projects within the communities we serve. Once sustainable profits are achieved we look forward to announcing a dividend. In addition I am pleased to report the Board has budgeted to invest a further \$45,000 to worthy community projects during the 2014/15 financial year.

We continue to work with each of the community groups that we have invested in to encourage their members to bring their banking business to our **Community Bank**[®] branch, so that in partnership we can grow our profits allowing us to drive further investment back into the community.

I would also like to express the Board's gratitude to our shareholders for the support they have extended to the company. Thank you to retired Board Member Geoff Taylor for his dedication and support; and we welcome to new Board Member Patrick Ryan who came to the Board in April 2014 and was appointed to the Board in July 2014. Thank you to all Board Members and to Company Secretary Jennifer Hudson for their professional and sustained ongoing efforts to assist with the development of our **Community Bank**[®] branch.

Thank you too to our branch staff now headed by Branch Manager Luke Calder since January 2014. Luke, as an experienced Branch Manager, has been a wonderful addition to our team, and he and his staff are great ambassadors for MCEL and provide excellent banking services and advice to our growing customer base. We farewelled our first Branch Manager Andrew Moss as he has taken a new direction in his career and wish him well for the future.

Finally, I thank our Bendigo and Adelaide Bank Regional and Head Office partners for their ongoing professional assistance, and I commend this 2013/14 Annual Report to you.



Robert Eskdale
MCEL Chairman

Manager's report


For year ending 30 June 2014

It is hard to believe that we are completing our third trading year, time goes by so quickly. We can now take the opportunity to reflect on the past 12 months and report to our shareholders on some of the major achievements that the Board, staff and I have made in the past year. In what can be reasonably described as challenging times in the financial sector with increased competition and also a flatter market we have still enjoyed strong growth at the Ballan & District **Community Bank**[®] Branch.

Our business footings (deposits and loans) increased by \$6.583 million in the financial year to 30 June 2014. We now have 878 customers which is an increase of 179 during the past year. Those customers now hold 1,629 accounts between them and we continue to grow strongly in this area. We have now invested over \$60,000 in donations, community grants and sponsorships.

I was appointed as your Branch Manager in January and am thoroughly enjoying my time in this community. Aside from my appointment our staff have remained unchanged during the past year. Linda is employed as a Customer Relationship Officer and attends to most account opening and maintenance for new and existing clients. Sarah is our full time Customer Service Officer and is well supported by Fiona and Sharren. As Manager I regularly overhear customer interactions by all of the staff and they are to be congratulated on the high level of service that they give all of their customers. I particularly enjoy hearing staff referring to our clients by name and it evidences to me how well they know the client base and makes visiting our branch a pleasant experience. If you have not been into the branch please come in and make yourself known to the staff. They will be only too happy to assist you with your financial services needs.

On behalf of my staff I would like to thank all shareholders for their ongoing support of the Ballan & District **Community Bank**[®] Branch. We all look forward to being able to assist you further over the coming years.



Luke Calder
Branch Manager

Directors' report

For the financial year ended 30 June 2014

Your directors submit the financial statements of the company for the financial year ended 30 June 2014.

Directors

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

Robert John Eskdale

Chairman

Occupation: Consultant Engineer, Town Planner, Quality Assurance Auditor and Project Manager

Qualifications, experience and expertise: Robert holds a Diploma of Civil Engineering, Municipal Engineers Certificate (Vic) and is a Member of the Institute of Engineers Australia. Before starting his own consulting practice in Ballan 18 years ago, Robert worked in various senior management positions in Local Government across Victoria for 24 years. Robert has long standing community involvement as an office bearer with the Ballan Bush Nursing Hospital (currently Senior Vice President), Ballan & District Chamber of Commerce (currently Chairman) and the Ballan Jockey Club (currently Treasurer). Robert is currently chairman of Moorabool CEL.

Special responsibilities: Marketing & Community Investment Committee

Interest in shares: 16,000

Jennifer Maree Hudson

Secretary/Treasurer

Occupation: Chief Financial Officer

Qualifications, experience and expertise: Jennifer holds a Diploma of Business in Accounting and a Masters of Business Administration in Marketing and has extensive experience in business. Jennifer is the Finance Manager for a manufacturing business in Ballarat and is immediate Past President of the Rotary Club of Wendouree Breakfast.

Special responsibilities: Company Secretary & Treasurer

Interest in shares: 2,001

James William Hay

Director

Occupation: Risk Management Consultant

Qualifications, experience and expertise: A Chemical Engineer, James worked in the oil refining and manufacturing industries as a Risk/Safety Engineer. He now runs a farm in Mt Egerton. James is Vice President of the Board of Management for Ballan District Health and Care, Chair of the Finance Committee for the Ballarat Anglican Diocese and Vice President Ballan Sub-Branch of Ballan RSL.

Special responsibilities:

Interest in shares: 5,001

Dominic Gerard Hanrahan

Director

Occupation: Senior Forensic Analyst

Qualifications, experience and expertise: Born in Ballarat, Dominic has lived at Navigators for the past 13 years with his wife and four children. He grew up on a nearby potato farm at Dunnstown and attended St Patrick's College in Ballarat. Dominic graduated from the University of Ballarat with a degree in Applied Science (Computer Science/Laboratory Instrumentation) in 1990. Dominic has been in the Information Technology business for 23 years and works for IBM Australia as a Senior Forensic Analyst. He has NV2 clearance and has performed work for various corporations and government departments. Dominic is licensed

Directors' report (continued)

Directors (continued)

as a Private Investigator and holds a Victorian Private Security Licence. Other board appointments include St Francis Xavier Primary School where Dominic was previously on the parents and friends committee. He is Junior Coordinator of the Dunnstown Football Club and a member of the Mt Warrenheip CFA.

Special responsibilities: Marketing & Community Investment Committee

Interest in shares: 7,500

Adrian Richard Lanigan

Director

Occupation: Senior Community Participation Officer Department of Human Services Victoria

Qualifications, experience and expertise: Adrian's career in Education and Human Services over the last 30 plus years is underpinned by secondary teaching qualifications, a background in adult training and a post graduate certificate in Human Resources. Along with a range of teaching and managerial roles, Adrian has more than 20 years experience in State government operational policy work with a strong focus on community. Prior to Adrian's current term in State Government he taught English in High School in Japan where he learned a great deal about other cultures, business and political systems. This experience has enabled Adrian to enhance his ability to reflect on difference and has been invaluable when working with a wide cross section of people and systems. Adrian's background and experience in the workforce has been further enriched through involvement in volunteer community work over the years with youth, a local farmers market and the board of the **Community Bank®** branch. Adrian brings maturity, strategic thinking and practical application in any endeavour he undertakes. He is an energetic person with broad experience who likes working with others to improve the community of which he is a part.

Special responsibilities: Marketing & Community Investment Committee and Human Resources

Interest in shares: 5,501

Mark William Powell

Director

Occupation: Construction

Qualifications, experience and expertise: Mark graduated from Economics at La Trobe University, where he went on to work in the building and banking industries. Mark has been an active member of the Myrniong community and is on a number of local community boards. Mark is also a Board Director of Zoos Victoria.

Special responsibilities: Nil

Interest in shares: 10,001

Darren Patrick Rix

Director

Occupation: Business Owner/ Operator

Qualifications, experience and expertise: Darren operates an AVIS car and truck rental franchise in Ballarat and Western Victoria. He is the current president of the Bungaree Football/Netball Club and is a current member of the Bungaree Recreation Reserve Committee of Management. Darren is also a current director of "Association of Franchisees of Avis Ltd."

Special responsibilities: Chair of Marketing & Community Investment Committee

Interest in shares: 20,001

Peter Raymond Whitefield

Director

Occupation: Business Development Manager

Qualifications, experience and expertise: Peter holds an MBA in Marketing and a Certificate IV in Training and Assessment. Peter has been involved in many community projects through Rotary and has also been involved in the Forest Street School Council and Ballarat City Rowing Club. Peter is currently Vice President of the Ballarat Chamber of Commerce and board member of the Industry Skills Centre at Federation University Australia.

Special responsibilities: Member of the Marketing & Community Investment Committee

Interest in shares: 1,001

Directors' report (continued)

Directors (continued)

Helen Margaret Mahar

Director

Occupation: Senior Administration Officer

Qualifications, experience and expertise: Helen works as a Senior Administration Officer for Linkages, a Community Program of Ballarat Health Services. Helen has completed a Diploma in Human Resources and Certificate IV in Frontline Management. Helen has been actively involved with the Clarkes Hill Tennis Club, St Mary's School and Loreto College. Helen is a member of the Mollonghip Fire Brigade, Life Member of the Springbank Football Netball Club and has been appointed caretaker of the Life Members.

Special responsibilities: Marketing & Community Investment Committee

Interest in shares: 1,000

Laura Ann Hudson

Director

Occupation: Masters Student

Qualifications, experience and expertise: Laura is currently studying a Master of Teaching at Deakin University. She is a graduate of the University of Ballarat with a Bachelor of Psychological Science. She has been passionately involved in volunteering in the Moorabool area throughout her adolescence and early adulthood. Laura has been a volunteer member of the Bacchus marsh CFA, member of the construction crew for the Maddingley Park playground, involved with the Cup Day in the Park Organising Committee, volunteer with the Neighbours' Place Foodbank and a member of the Bachelor of Psychological Science Representatives Committee during her undergraduate studies.

Special responsibilities: Marketing & Community Investment Committee

Interest in shares: 500

Patrick Ryan

Director (Appointed 30 July 2014)

Occupation: Accountant/CPA

Qualifications, experience and expertise: Experience accountant, Director of Ballarat accounting firm. Member of Bungaree Football Club.

Special responsibilities: Nil

Interest in shares: 5,100

Geoffrey Ronald Taylor

Director (Resigned 28 November 2013)

Occupation: Real Estate Agent

Qualifications, experience and expertise: Geoffrey is an owner/director in effective control of a busy real estate office in Ballan and is also a co director of a trust administration company. Formerly he was a Class 1 Station Officer for V-Line and Real Estate Manager (1998-2007).

Special responsibilities:

Interest in shares: 6,001

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 Jennifer Hudson. Jennifer was appointed to the position of secretary on 21 January 2011. Jennifer has over 30 years experience in management, administration and finance across a broad range of industries. She holds a Diploma of Business Accounting, an MBA in Marketing.

Directors' report (continued)

Principal Activities

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

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

Operating results

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

Year ended 30 June 2014 \$	Year ended 30 June 2013 \$
(58,395)	(70,685)

Remuneration report

Directors' remuneration

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.

Moorabool Community Enterprises Limited has accepted the **Community Bank®** Directors' Privileges package. The package is available to all directors who can elect to avail themselves of the benefits based on their personal banking with the Moorabool **Community Bank®** branch. There is no requirement to own Bendigo and Adelaide Bank Limited shares and there is no qualification period to qualify to utilise the benefits. The package mirrors the benefits currently available to Bendigo and Adelaide Bank shareholders. The Directors have estimated the total benefits received from the Directors' Privilege Package to be \$675 for the year ended 2014 (2013: \$665).

For the year ended 2014, the directors received total benefits of:

	Amount (\$)
Robert John Eskdale	100
Jennifer Maree Hudson	59
James William Hay	-
Dominic Gerard Hanrahan	-
Adrian Richard Lanigan	356
Mark William Powell	-
Darren Patrick Rix	-
Peter Raymond Whitefield	150
Helen Margaret Mahar	-
Laura Ann Hudson	10
Patrick Ryan	-
Geoffrey Ronald Taylor	-
Total	675

Directors' report (continued)

Remuneration report (continued)

Transactions with directors

	\$
Jennifer Maree Hudson provided bookkeeping and administrative services to the company to the value of	6,000

There were no other transactions with directors during the period under review.

Directors' shareholdings

	Balance at start of the year	Changes during the year	Balance at end of the year
Robert John Eskdale	16,000	-	16,000
Jennifer Maree Hudson	2,001	-	2,001
James William Hay	5,001	-	5,001
Dominic Gerard Hanrahan	7,500	-	7,500
Adrian Richard Lanigan	5,501	-	5,501
Mark William Powell	10,001	-	10,001
Darren Patrick Rix	20,001	-	20,001
Geoffrey Ronald Taylor	6,001	-	6,001
Peter Raymond Whitefield	1,001	-	1,001
Helen Margaret Mahar	1,000	-	1,000
Laura Ann Hudson	500	-	500
Patrick Ryan (Appointed 30 July 2014)	-	5,100	5,100
Geoffrey Ronald Taylor (Resigned 28 November 2013)	6,001	-	6,001

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.

Directors' report (continued)

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.

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/ Sponsorship Committee Attended	
	Eligible	Attended	Eligible	Attended
Robert John Eskdale	12	10	11	7
Jennifer Maree Hudson	12	10	1	1
James William Hay	12	8	-	-
Dominic Gerard Hanrahan	12	9	11	8
Adrian Richard Lanigan	12	9	11	5
Mark William Powell	12	6	-	-
Darren Patrick Rix	12	9	11	11
Peter Raymond Whitefield	12	10	6	5
Helen Margaret Mahar	12	11	11	7
Laura Ann Hudson	12	10	11	4
Patrick Ryan (Appointed 30 July 2014)	-	-	-	-
Geoffrey Ronald Taylor (Resigned 28 November 2013)	7	3	-	-

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.

Directors' report (continued)

Non audit services

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

The board of directors has considered the position 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 11.

Signed in accordance with a resolution of the board of directors at Ballan, Victoria on 29 September 2014.



Robert John Eskdale,
Chairman

Auditor's independence declaration



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

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2014 there have been no contraventions of:

- the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review
- any applicable code of professional conduct in relation to the review.

A handwritten signature in black ink, appearing to read 'David Hutchings', is written over the first bullet point of the declaration.

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

Dated: 29 September 2014

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

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Financial statements

Statement of Comprehensive Income for the year ended 30 June 2014

	Note	2014 \$	2013 \$
Revenue from ordinary activities	4	398,809	320,773
Employee benefits expense		(224,424)	(206,507)
Charitable donations, sponsorship, advertising and promotion		(46,036)	(21,950)
Occupancy and associated costs		(63,031)	(46,233)
Systems costs		(34,703)	(34,659)
Depreciation and amortisation expense	5	(35,827)	(36,923)
Finance costs	5	(172)	(369)
General administration expenses		(70,532)	(67,574)
Loss before income tax credit		(75,916)	(93,442)
Income tax credit	6	17,521	22,757
Loss after income tax credit		(58,395)	(70,685)
Total comprehensive income for the year		(58,395)	(70,685)
Earnings per share for loss attributable to the ordinary shareholders of the company:			
		¢	¢
Basic earnings per share	20	(7.8)	(9.4)

The accompanying notes form part of these financial statements.

Financial statements (continued)

Balance Sheet as at 30 June 2014

	Note	2014 \$	2013 \$
ASSETS			
Current Assets			
Cash and cash equivalents	7	134,728	199,313
Trade and other receivables	8	35,936	28,275
Total Current Assets		170,664	227,588
Non-Current Assets			
Property, plant and equipment	9	152,632	166,459
Intangible assets	10	76,058	98,058
Deferred tax assets	11	97,941	80,420
Total Non-Current Assets		326,631	344,937
Total Assets		497,295	572,525
LIABILITIES			
Current Liabilities			
Trade and other payables	12	23,654	43,012
Provisions	13	11,403	9,775
Total Current Liabilities		35,057	52,787
Non-Current Liabilities			
Provisions	13	1,853	958
Total Non-Current Liabilities		1,853	958
Total Liabilities		36,910	53,745
Net Assets		460,385	518,780
Equity			
Issued capital	14	728,593	728,593
Accumulated losses	15	(268,208)	(209,813)
Total Equity		460,385	518,780

The accompanying notes form part of these financial statements.

Financial statements (continued)

Statement of Changes in Equity for the year ended 30 June 2014

	Issued capital \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2012	728,593	(139,128)	589,465
Total comprehensive income for the year	-	(70,685)	(70,685)
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	-	-
Balance at 30 June 2013	728,593	(209,813)	518,780
Balance at 1 July 2013	728,593	(209,813)	518,780
Total comprehensive income for the year	-	(58,395)	(58,395)
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 2014	728,593	(268,208)	460,385

The accompanying notes form part of these financial statements.

Financial statements (continued)

Statement of Cash Flows for the year ended 30 June 2014

	Note	2014 \$	2013 \$
Cash flows from operating activities			
Receipts from customers		422,652	321,404
Payments to suppliers and employees		(479,350)	(398,206)
Interest received		5,165	7,941
Interest paid		(172)	(369)
Net cash provided by/(used in) operating activities	16	(51,705)	(69,230)
Cash flows from investing activities			
Payments for intangible assets		(12,880)	(9,200)
Net cash used in investing activities		(12,880)	(9,200)
Net decrease in cash held		(64,585)	(78,430)
Cash and cash equivalents at the beginning of the financial year		199,313	277,743
Cash and cash equivalents at the end of the financial year	7(a)	134,728	199,313

The accompanying notes form part of these financial statements.

Notes to the financial statements

For year ended 30 June 2014

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 amended accounting standards

The company adopted the following standards and amendments, mandatory for the first time for the annual reporting period commencing 1 July 2013:

- AASB 2011-4 Amendments to Australian Accounting Standards to Remove Individual Key Management Personnel Disclosure Requirements.
- AASB 10 Consolidated Financial Statements, AASB 11 Joint Arrangements, AASB 12 Disclosure of Interests in Other Entities, AASB 128 Investments in Associates and Joint Ventures, AASB 127 Separate Financial Statements and AASB 2011-7 Amendments to Australian Accounting Standards arising from the Consolidation and Joint Arrangements Standards.
- AASB 2012-9 Amendment to AASB 1048 arising from the Withdrawal of Australian Interpretation 1039.
- AASB 2012-10 Amendments to Australian Accounting Standards – Transition Guidance and other Amendments which provides an exemption from the requirement to disclose the impact of the change in accounting policy on the current period.
- AASB 13 Fair Value Measurement and AASB 2011-8 Amendments to Australian Accounting Standards arising from AASB 13.

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

a) Basis of preparation (continued)

Adoption of new and amended accounting standards (continued)

- AASB 119 Employee Benefits (September 2011) and AASB 2011-10 Amendments to Australian Accounting Standards arising from AASB 119 (September 2011).
- AASB 2012-5 Amendments to Australian Accounting Standards arising from Annual Improvements 2009-2011 Cycle.
- AASB 2012-2 Amendments to Australian Accounting Standards – Disclosures – Offsetting Financial Assets and Financial Liabilities.

AASB 2011-4 removes the individual key management personnel disclosure requirements in AASB 124 Related Party Disclosures. As a result the company now only discloses the key management personnel compensation in total and for each of the categories required in AASB 124. Detailed key management personnel compensation is outlined in the remuneration report, included as part of the directors' report.

The adoption of revised standard AASB 119 has resulted in a change to the accounting for the company's annual leave obligations. As the entity does not expect all annual leave to be taken within 12 months of the respective service being provided, annual leave obligations are now classified as long-term employee benefits in their entirety. This changes the measurement of these obligations, as the entire obligation is now measured on a discounted basis and no longer split into a short-term and a long-term portion. However, the impact of this change is considered immaterial on the financial statements overall as the majority of the annual leave is still expected to be taken within 12 months after the end of the reporting period.

None of the remaining new standards and amendments to standards that are mandatory for the first time for the financial year beginning 1 July 2013 affected any of the amounts recognised in the current period or any prior period and are 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 2013.

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 Ballan, 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.

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:

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

a) Basis of preparation (continued)

Economic dependency - Bendigo and Adelaide Bank Limited (continued)

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

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 (i.e. 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.

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

c) Income tax

Current tax

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

Deferred tax

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

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

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

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

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.

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

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.

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.

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

k) Financial instruments

Recognition and initial measurement

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

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

Derecognition

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

Classification and subsequent measurement

(i) Loans and receivables

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

(ii) Held-to-maturity investments

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

(iii) Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are either not suitable to be classified into other categories of financial assets due to their nature, or they are designated as such by management. They comprise investments in the equity of other entities where there is neither a fixed maturity nor fixed or determinable payments.

They are subsequently measured at fair value with changes in such fair value (i.e. gains or losses) recognised in the Statement of Comprehensive Income. Available-for-sale financial assets are included in non-current assets except where they are expected to be sold within 12 months after the end of the reporting period. All other financial assets are classified as current assets.

(iv) Financial liabilities

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

Impairment

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

Notes to the financial statements (continued)

Note 1. Summary of significant accounting policies (continued)

l) Leases

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

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

m) Provisions

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

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

n) Contributed equity

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

o) Earnings per share

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

p) Goods and Services Tax

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

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

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

Notes to the financial statements (continued)

Note 2. Financial risk management

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

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

(i) Market risk

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

(ii) Price risk

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

(iii) Credit risk

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

(iv) Liquidity risk

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

(v) Cash flow and fair value interest rate risk

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

(vi) Capital management

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

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

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 2014 can be seen in the statement of 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 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. 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 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 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.

Notes to the financial statements (continued)

Note 3. Critical accounting estimates and judgements (continued)

Impairment of assets (continued)

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.

	2014 \$	2013 \$
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Note 4. Revenue from ordinary activities

Operating activities:

- services commissions	393,934	312,850
- other revenue	-	-
Total revenue from operating activities	393,934	312,850

Non-operating activities:

- interest received	4,875	7,923
Total revenue from non-operating activities	4,875	7,923
Total revenues from ordinary activities	398,809	320,773

Note 5. Expenses

Depreciation of non-current assets:

- plant and equipment	3,874	4,970
- leasehold improvements	9,953	9,953

Amortisation of non-current assets:

- franchise agreement	2,000	2,000
- franchise establishment fee	20,000	20,000
	35,827	36,923

Finance costs:

- interest paid	172	369
Bad debts	73	353

Notes to the financial statements (continued)

	Note	2014 \$	2013 \$
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Note 6. Income tax expense/credit

The components of tax expense comprise:

- Current tax		-	-
- Future income tax benefit attributable to losses		(16,678)	(23,728)
- Movement in deferred tax		(843)	971
- Under/(Over) provision of tax in the prior period		-	-
		(17,521)	(22,757)

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

Operating loss		(75,916)	(93,442)
Prima facie tax on loss from ordinary activities at 30%		(22,775)	(28,033)
Add tax effect of:			
- non-deductible expenses		6,600	6,621
- timing difference expenses		(843)	(970)
- other deductible expenses		(1,346)	(1,346)
		(18,364)	(23,728)
Movement in deferred tax	11	843	971
Under/(Over) provision of income tax in the prior year		-	-
		(17,521)	(22,757)

Note 7. Cash and cash equivalents

Cash at bank and on hand	20,215	64,313
Term deposits	114,513	135,000
	134,728	199,313

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	20,215	64,313
Term deposits	114,513	135,000
	134,728	199,313

Notes to the financial statements (continued)

	2014 \$	2013 \$
Note 8. Trade and other receivables		
Trade receivables	30,898	22,498
Other receivables and accruals	1,633	1,921
Prepayments	3,405	3,856
	35,936	28,275

Note 9. Property, plant and equipment

Plant and equipment

At cost	34,098	34,098
Less accumulated depreciation	(22,344)	(18,470)
	11,754	15,628

Leasehold improvements

At cost	168,500	168,500
Less accumulated depreciation	(27,622)	(17,669)
	140,878	150,831

Total written down amount	152,632	166,459
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Movements in carrying amounts:

Plant and equipment

Carrying amount at beginning	15,628	20,598
Additions	-	-
Disposals	-	-
Less: depreciation expense	(3,874)	(4,970)
Carrying amount at end	11,754	15,628

Leasehold improvements

Carrying amount at beginning	150,831	160,784
Additions	-	-
Disposals	-	-
Less: depreciation expense	(9,953)	(9,953)
Carrying amount at end	140,878	150,831
Total written down amount	152,632	166,459

Notes to the financial statements (continued)

	2014 \$	2013 \$
Note 10. Intangible assets		
Franchise fee		
At cost	10,000	10,000
Less: accumulated amortisation	(5,333)	(3,333)
	4,667	6,667
Establishment fee		
At cost	100,000	100,000
Less: accumulated amortisation	(53,333)	(33,333)
	46,667	66,667
Ballan agency payout	2,644	2,644
Redomicile fee	22,080	22,080
Total written down amount	76,058	98,058

Note 11. Tax

Non-Current:

Deferred tax assets		
- accruals	-	-
- employee provisions	3,977	3,220
- tax losses carried forward	94,454	77,776
	98,431	80,996
Deferred tax liability		
- accruals	490	576
- deductible prepayments	-	-
	490	576
Net deferred tax asset/(liability)	97,941	80,420
Movement in deferred tax charged to statement of comprehensive income	(17,521)	(22,757)

Note 12. Trade and other payables

Trade creditors	5,903	13,953
Other creditors and accruals	17,751	29,059
	23,654	43,012

Notes to the financial statements (continued)

	2014 \$	2013 \$
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Note 13. Provisions

Current:

Provision for annual leave	11,403	9,775
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Non-Current:

Provision for long service leave	1,853	958
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Note 14. Contributed equity

752,110 Ordinary shares fully paid (2013: 752,110)	752,110	752,110
Less: equity raising expenses	(23,517)	(23,517)
	728,593	728,593

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 2001.

Notes to the financial statements (continued)

Note 14. Contributed equity (continued)

Prohibited shareholding interest

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

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

- They control or own 10% or more of the shares in the company (the “10% limit”).
- In the opinion of the board they do not have a close connection to the community or communities in which the company predominantly carries on business (the “close connection test”).
- Where the person is a shareholder, after the transfer of shares in the company to that person the number of shareholders in the company is (or would be) lower than the base number (the “base number test”). The base number is 277. As at the date of this report, the company had 306 shareholders.

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

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

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

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

	2014 \$	2013 \$
Note 15. Accumulated losses		
Balance at the beginning of the financial year	(209,813)	(139,128)
Net loss from ordinary activities after income tax	(58,395)	(70,685)
Dividends paid or provided for	-	-
Balance at the end of the financial year	(268,208)	(209,813)

Notes to the financial statements (continued)

	2014 \$	2013 \$
Note 16. Statement of cash flows		
Reconciliation of loss from ordinary activities after tax to net cash used in operating activities		
Loss from ordinary activities after income tax	(58,395)	(70,685)
Non cash items:		
- depreciation	13,827	14,923
- amortisation	22,000	22,000
Changes in assets and liabilities:		
- increase in receivables	(7,661)	(6,177)
- increase in other assets	(17,521)	(22,757)
- decrease in payables	(6,478)	(3,283)
- increase/(decrease) in provisions	2,523	(3,251)
Net cash flows used in operating activities	(51,705)	(69,230)

Note 17. Leases

Operating lease commitments

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

Payable - minimum lease payments:

- not later than 12 months	37,519	36,208
- between 12 months and 5 years	44,892	82,141
- greater than 5 years	-	-
	82,411	118,349

The property lease is a non-cancellable lease with a five-year term, with rent payable monthly in advance. The lease expires in September 2016 with two further terms of five years available.

Note 18. Auditor's remuneration

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

- audit and review services	3,850	3,850
- share registry services	1,500	1,700
- non audit services	2,050	2,045
	7,400	7,595

Notes to the financial statements (continued)

Note 19. Director and related party 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.

Transactions with Directors

	2014 \$	2013 \$
Jennifer Maree Hudson provided bookkeeping and administrative services to the company to the value of	6,000	6,000

Key Management Personnel Shareholdings

	2014	2013
Ordinary shares fully paid	85,608	80,508

Detailed shareholding disclosures are provided in the remuneration report, included as part of the directors' report.

Note 20. Earnings per share

		2014 \$	2013 \$
(a)	Loss attributable to the ordinary equity holders of the company used in calculating earnings per share	(58,395)	(70,685)
		Number	Number
(b)	Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	752,110	752,110

Note 21. 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.

Note 22. 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 23. Segment reporting

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

Notes to the financial statements (continued)

Note 24. Registered office/Principal place of business

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

Registered Office	Principal Place of Business
128 Inglis Street Ballan VIC 3342	135 Inglis Street Ballan VIC 3342

Note 25. 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					
	2014 \$	2013 \$	2014 \$	2013 \$	2014 \$	2013 \$	2014 \$	2013 \$	2014 \$	2013 \$	2014 %	2013 %
Financial assets												
Cash and cash equivalents	20,214	74,313	114,513	125,000	-	-	-	-	-	-	3.11	3.55
Receivables	-	-	-	-	-	-	-	-	35,936	28,275	N/A	N/A
Financial liabilities												
Payables	-	-	-	-	-	-	-	-	23,654	43,012	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.

Notes to the financial statements (continued)

Note 25. Financial instruments (continued)

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 2014, the effect on profit and equity as a result of changes in interest rate, with all other variables remaining constant would be as follows:

	2014 \$	2013 \$
Change in profit/(loss)		
Increase in interest rate by 1%	202	743
Decrease in interest rate by 1%	202	743
Change in equity		
Increase in interest rate by 1%	202	743
Decrease in interest rate by 1%	202	743

Directors' declaration

In accordance with a resolution of the directors of Moorabool Community Enterprises Limited, we state that:

In the opinion of the directors:

- (a) the financial statements and notes of the company are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the company's financial position as at 30 June 2014 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.



Robert John Eskdale,
Chairman

Signed on the 29th of September 2014.

Independent audit report



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

Report on the financial report

I have audited the accompanying financial report of Moorabool Community Enterprises Limited, which comprises the balance sheet as at 30 June 2014, 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

My responsibility is to express an opinion on the financial report based on the audit. I conducted the audit in accordance with Australian Auditing Standards. These auditing standards require that I 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 my 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, I 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.

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

I 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 my understanding of the company's financial position and of its performance.

I believe that the audit evidence obtained is sufficient and appropriate to provide a basis for my audit opinion.

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Independent audit report (continued)

Independence

In conducting the audit I have complied with the independence requirements of the *Corporations Act 2001*. I 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 my opinion:

1. The financial report of Moorabool Community Enterprises Limited is in accordance with the *Corporations Act 2001* including giving a true and fair view of the company's financial position as at 30 June 2014 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

I have audited the remuneration report included in the directors' report for the year ended 30 June 2014. 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*. My responsibility is to express an opinion on the remuneration report, based on the audit conducted in accordance with Australian Auditing Standards.

Auditor's opinion on the remuneration report

In my opinion, the remuneration report of Moorabool Community Enterprises Limited for the year ended 30 June 2014, complies with section 300A of the *Corporations Act 2001*.



David Hutchings
Andrew Frewin Stewart
61 Bull Street Bendigo Vic 3550

Dated: 29 September 2014

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