Mount Martha Community Enterprises Ltd

ABN 25 142 190 949

ANNUAL REPORT 2013

Mount Martha **Community Bank®** Branch

Contents

Chairman's report

For year ending 30 June 2013

Ladies and gentlemen, this is my second opportunity to report to you concerning the progress and financial fortunes of your **Community Bank®** branch.

The financial statements are included in the Annual Report.

Whilst I am pleased to be able to tell you that the last 12 months have been successful, I regret to have to tell you that that success has not matched the expectations of your Board.

There are two reasons for that.

Firstly a flat mortgage market and its impact upon the major lenders has also had an impact on minor lenders. As a consequence that has produced for your branch an imbalance of deposits of $46 million and lending of $18 million.

The branch's income is generated primarily by its lending book and sadly not in the area where Mt Martha has been successful, its deposit book.

A strong lending book together with ancillary income creates a strong income stream. Your Board has not yet been able to achieve the required balance but is working hard with your Manager and his team to reach that goal.

Secondly there has been a change in the method by which the Bendigo and Adelaide Bank calculates and pays your branch it's income. When the prospectus was prepared and issued it was expected that the profit share would average across income streams a 50-50 division between your branch and Bendigo and Adelaide Bank.

Bendigo and Adelaide Bank sadly came to the conclusion during the past financial year that, that income split achieved a disproportion of income distribution between it and it's **Community Bank®** partners. As a consequence to address the imbalance and to quote CEO Mike Hirst "to restore the balance" it reduced **Community Bank®** margins by 1/3 of gross significant income streams effective for Mt Martha from April 2013.

I am however pleased to be able to tell you that notwithstanding those setbacks your Board has, compared with prospectus expectations had a successful 12 months.

As at 30 June your branch's footings (that is the underlying level of both deposits and loans) were $64 million, a significant increase on last year's result.

When I last reported to you I told you that I expected your branch to move close to profit when its footings were to the order of $55 million. With increased expenses, a tougher loan market, and a reduced profit share, whilst your branch has exceeded that target, it now seems more likely that your branchwill move to profit when its underlying footings are to the order of $75 million. That is when we have increased our footings by $8 million. That I believe is very achievable.

At time of preparation of this report (1 September) your branch's footings were at $67.8 million.

During 2012/13, with the support of the Bendigo and Adelaide Bank Limited your branch contributed $55,749 to various local community organisations. That is seen by your Board as an indicator of your branch's success and a pointer to what the future holds for it and you as shareholders.

I compliment our Manager Greg Hilton and his team on their dedication and hard work. Managing a **Community Bank®** branch is not a simple matter. It requires a high degreed of commitment and patience. Greg has demonstrated both.

There were no changes of staff during the 2012/13 financial year.

Chairman’s report (continued)

There has been a change in the composition of your Board, Mr Colin Forsyth joined your Board to fill the casual vacancy created by the resignation of Mr Don Cleveland. Colin brings with him a wealth of experience in management and accounting having previously been a senior executive with BlueScope at Hastings.

He has proved himself a most valuable contributor.

Your branch is now well a established entity in Mount Martha. It is growing well and I believe has a good reputation. As you have no doubt read and heard in the media recently the Bendigo and Adelaide Bank has been very successful (increasing it’s profit by 81% during 2012/13) despite a challenging economic climate. I am confident that the success of Bendigo and Adelaide Bank Limited will underpin the future success of your branch.

I am optimistic, though am not brave enough to give any guarantees, that with your branch’s performance being ahead of prospectus forecasts it is a reasonable expectation that your branch will move into profit during its third year of trading.

Thank you for attending this evening’s meeting.

Nick Roberts
Chairman

Manager’s report

For year ending 30 June 2013

As of 1 July 2011 our starting number of accounts 641, deposits of $12.4467 million and lending of $4.995 million totallng $17.441 million. Fast forward 24 months, to 30 June 2013 and the figures are as follows:-

Numbers of accounts have increased by 1,354 to 1,995. Deposits have grown by $31.663 million to $44.110 million and lending has grown by $15.359 milion to $20.354 million in this time.

Total growth was $16.232 million for the financial year ending June 2013 which gave us total loans and deposits of $64.464 million. This does not account for our solid increases in the number of new insurance policies and financial plans for our customers, which are generating solid income on a monthly basis.

Firstly I would again like to personally thank my staff Judy, Carly, Kim and Sian. As all our customers appreciate, they continue to give outstanding service and make it a pleasure to interact within the branch or by phone. They are asked to attend many out-of-hour functions supporting our non-profit connections, which they do with enthusiasm and eagerness.

To our shareholders, we once again thank you for supporting this fantastic concept. Your investment for the Mount Martha community is enabling us to build a major long-term asset. This tangible asset will change lives and foster the community in so many positive ways for years to come. Knowing what has been, and is being achieved by the 300 **Community Bank®** branches Australia-wide over the last 14 years, keeps driving the staff and Board alike to make our asset succeed.

Lastly but not least, to our hard-working Chairman, Nick Roberts and our Board members. Thank you for your continued support to the staff and volunteering their own time to achieve short and long term goals for the community.

How do we collectively move the branch forward? I believe it should be as simple as everyone having one product or service held with our branch. These could be as simple as setting up a child’s piggy account for their children or grand children, or taking up a car, home, health or travel insurance. Or maybe bringing their savings or retirement account across and home or investment home loans. We believe being open every Saturday from 9.00am to 12.00pm is very powerful and can help us reach our goals also.

Please feel free to ring the branch directly or myself personally on 5974 4518, we would be honoured to discuss and help in anyway we can.

Greg Hilton
Branch Manager

Directors' report

For the financial year ended 30 June 2013

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

Directors

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

Nicholas John Roberts
Chairman
Occupation: Legal Practitioner
Experience & expertise: Nick was managing partner of Roberts Partners, a large legal practice on the Mornington Peninsula, responsible for the development and management of the firm's professional and business practice. A qualified accountant and tax agent, he now practices as an arbitrator and mediator, with many years of experience in those fields. Over the years Nick has had a committed involvement in local clubs and associations having served in positions with the Mt Martha Rotary Club including two terms as President.
Interest in shares: 15,001

Geoffrey Ian Kidd
Secretary, Director
Occupation: Accountant
Experience & expertise: Geoffrey has been principal of P R Jennings & Co, Certified Practising Accountants for over 20 years. He holds a degree in economics and has a Practising Certificate from CPA Australia and is a Registered Company Auditor. Located in Mornington, P R Jennings & Co provide a wide range of tax accounting and audit services to a client base predominantly centred on the Mornington Peninsula.
Interest in shares: 2,001

Martin William Thraves
Vice Chairman, Director
Occupation: Retired Logistics Manager
Experience & expertise: Martin's lifetime career has been in logistics and transport. His first placement was as a cadet at General Motors Holden in the supply department. He later used this experience and knowledge as a supervisor and terminal manager on the waterfront. In 1993 he was employed at Pivot Fertilisers as National Transport Manager and in 1999 at Coles Myer as Warehouse Manager. Martin's strengths lie in negotiating contracts, promoting profitable outcomes and mentoring staff.
Interest in shares: 5,001

Genevieve Melissa Radecki
Director
Occupation: Client Relationship Manager
Experience & expertise: Gen has spent all of her working life in banking and financial services in various areas including retail and business banking and currently works in the field of financial planning. She is a past secretary of South East Chapter of the Financial Planning Association, and has involvement in local business groups.
Interest in shares: 2,096

Directors (continued)

Mary Rose Morgan
Director
Occupation: Accountant
Experience & expertise: Mary Rose has a commerce degree from the University of Melbourne and has been a Certified Practising Accountant since 1986. She has had a long career in industrial relations as a senior manager and deputy CEO of a professional medical organisation and has had a private practice as a tax agent. She now has a proofreading and web design business.
Interest in shares: 1

Andrew James Taber
Director
Occupation: Consulting Engineer
Experience & expertise: Andrew qualified in electrical engineering at Melbourne University and is a member of the Institution of Engineers Australia and a chartered professional engineer. He now has his own consulting business, Taber Engineering Services Pty Ltd. He has had extensive experience providing project management and engineering services for companies such as BHP, Bluescope Steel, The Australian Synchrotron, Ford and General Motors Holden.
Interest in shares: 2,001

Colin Stanley Forsyth
Director (Appointed 21 November 2012)
Occupation: Retired accountant
Experience & expertise: Colin has an accounting diploma and has worked for Bluescope Steel for 30 years where he predominantly worked in management accounting roles. He was also a director and member of the audit committee for the Lysaght Credit Union.
Interest in shares: Nil

Barry Norman Kirkpatrick
Director
Occupation: Retired Pharmaceuticals Manager
Experience & expertise: Barry's career was in the pharmaceutical industry as a territory manager and assistant state manager where he gained considerable expertise in organising functions and meetings and had responsibility for supervision of new sales staff. He has an interest in sales and marketing. Member of Mount Martha Fire Brigade since 1976.
Interest in shares: 3,001

Anthony David Wiltshire
Director/Treasurer
Age: 64
Occupation: Retired
Former founder and Chairman of Portfolio Pty Ltd, manufacturer, wholesaler and retailer in womens apparel. Past president of Fashion Industries of Australia and president of Textile Clothing and Footwear Council.
Interest in shares: 40,000

David Andrew Fraser
Treasurer, Director (Resigned 21 November 2012)
Occupation: Accountant
Experience & expertise: David is principal of Oakton Limited, a publicly listed IT and Consulting Company with over 1100 employees and 200 private and government clients. Oakton provides audit and risk management services and advice on governance matters. With tertiary qualifications in commerce he is a chartered accountant, certified internal auditor, MFAA member and has postgraduate qualifications in finance and mortgage broking.
Interest in shares: 2,001

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 Geoffrey Ian Kidd. Geoffrey was appointed to the position of secretary on 2 June 2010.

Geoff possesses more than 30 years experience in public accounting. He holds a Degree in Economics, has a Public Practice Certificate from CPA Australia and is a registered company auditor.

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 2013 $	**Year ended 30 June 2012 $**
	(330,389)	(184,457)

Remuneration report

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.

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.

Matters Subsequent to the End of the Financial Year

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

Likely Developments

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

Environmental Regulation

The company is not subject to any significant environmental regulation.

Directors' Benefits

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

Indemnification and Insurance of Directors' and Officers

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

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

Directors' Meetings

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

Director	Number of Board Meetings	
	Eligible to attend	Number attended
Nicholas John Roberts	12	11
Martin William Thrives	12	11
Geoffrey Ian Kidd	12	11
Genevieve Melissa Redecki	12	10
Mary Rose Morgan	12	9
Barry Norman Kirkpatrick	12	11
Andrew James Taber	12	10
Anthony David Wiltshire	12	7
Colin Stanley Forsyth (Appointed 21 November 2012)	8	7
David Andrew Fraser (Resigned 21 November 2012)	5	-

The Board has 5 sub-committees, Asset Management, Audit & Governance, Human Resources, Marketing & Promotions and Finance & Budget. The sub-committees have elected Directors who meet on a regular, or as needs, basis and present reports/recommendations to the monthly Board meetings where required

Non Audit Services

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

The board of directors has considered the position, in accordance with the advice received from the audit committee and is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

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

- all non-audit services have been reviewed by the audit committee to ensure they do not impact on the impartiality and objectivity of the auditor;
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants, including reviewing or auditing the auditor's own work, acting in a management or a decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risk and rewards.

Auditors' Independence Declaration

A copy of the auditors' independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 10.

Signed in accordance with a resolution of the board of directors at Mount Martha, Victoria on 19 August 2013.

Nicholas John Roberts,
Chairman

Auditor’s independence declaration

AFS

Partners in success

Chartered Accountants

Lead auditor’s independence declaration under section 307C of the *Corporations Act 2001* to the directors of Mount Martha Community Enterprises Ltd

I declare, that to the best of my knowledge and belief, in relation to the audit for the financial year ended 30 June 2013 there have been no contraventions of:

- the auditor independence requirements of the *Corporations Act 2001* in relation to the audit
- any applicable code of professional conduct in relation to the audit.

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

Dated: 19 August 2013

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Financial statements

Statement of Comprehensive Income for the Year Ended 30 June 2013

	Note	2013 $	2012 $
Revenues from ordinary activities	4	415,519	301,947
Employee benefits expense		(299,202)	(286,329)
Charitable donations, sponsorship, advertising and promotion		(52,786)	(27,602)
Occupancy and associated costs		(89,774)	(97,369)
Systems costs		(34,941)	(26,544)
Depreciation and amortisation expense	5	(42,974)	(46,589)
Finance Costs	5	(310)	(27)
General administration expenses		(88,712)	(73,728)
Loss before income tax credit		**(193,180)**	**(256,241)**
Income tax credit/(expense)	6	(137,209)	71,784
Loss after income tax credit		**(330,389)**	**(184,457)**
Total comprehensive income for the year		**(330,389)**	**(184,457)**
Earnings per share (cents per share)		**c**	**c**
- basic profit for the year	20	(32)	(17.9)

The accompanying notes form part of these financial statements.

Balance Sheet
as at 30 June 2013

	Note	2013 $	2012 $
ASSETS			
Current Assets			
Cash and cash equivalents	7	132,616	341,372
Trade and other receivables	8	33,916	26,216
Total Current Assets		**166,532**	**367,588**
Non-Current Assets			
Property, plant and equipment	9	102,047	121,221
Intangible assets	10	107,540	129,540
Deferred tax assets	11	-	137,209
Total Non-Current Assets		**209,587**	**387,970**
Total Assets		**376,119**	**755,558**
LIABILITIES			
Current Liabilities			
Trade and other payables	12	21,457	75,207
Provisions	13	16,824	14,069
Total Current Liabilities		**38,281**	**89,276**
Non-Current Liabilities			
Provisions	13	2,637	692
Total Non-Current Liabilities		**2,637**	**692**
Total Liabilities		**40,918**	**89,968**
Net Assets		**335,201**	**665,590**
Equity			
Issued capital	14	1,002,892	1,002,892
Accumulated losses	15	(667,691)	(337,302)
Total Equity		**335,201**	**665,590**

The accompanying notes form part of these financial statements.

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

	Issued Capital $	Retained Earnings $	Total Equity $
Balance at 1 July 2011	**1,002,317**	**(152,845)**	**849,472**
Total comprehensive income for the year	**-**	**(184,457)**	**(184,457)**
Transactions with owners in their capacity as owners:			
Shares issued during period	575	-	575
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	-	-
Balance at 30 June 2012	**1,002,892**	**(337,302)**	**665,590**
Balance at 1 July 2012	**1,002,892**	**(337,302)**	**665,590**
Total comprehensive income for the year	**-**	**(330,389)**	**(330,389)**
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	**1,002,892**	**(667,691)**	**335,201**

The accompanying notes form part of these financial statements.

Statement of Cashflows
for the Year Ended 30 June 2013

	Note	2013 $	2012 $
Cash Flows From Operating Activities			
Receipts from customers		447,181	293,097
Payments to suppliers and employees		(667,634)	(520,209)
Interest received		13,807	16,516
Interest paid		(310)	-
Net cash used in operating activities	**16**	**(206,956)**	**(210,596)**
Cash Flows From Investing Activities			
Payments for property, plant and equipment		(1,800)	(1,867)
Net cash used in investing activities		**(1,800)**	**(1,867)**
Net increase in cash held		**(208,756)**	**(212,463)**
Cash and cash equivalents at the beginning of the financial year		341,372	553,835
Cash and cash equivalents at the end of the financial year	**7(a)**	**132,616**	**341,372**

The accompanying notes form part of these financial statements.

Notes to the financial statements

For year ended 30 June 2012

Note 1. Summary of Significant Accounting Policies

a) Basis of Preparation

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

Compliance with IFRS

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

Critical accounting estimates

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

Historical cost convention

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

Comparative figures

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

Adoption of new and revised Accounting Standards

None of the new standards and amendments to standards that are mandatory for the first time for the financial year beginning 1 July 2012 affected any of the amounts recognised in the current period or any prior period and are not likely to affect future periods. Amendments made to AASB 101 Presentation of Financial Statements effective 1 July 2012 now require the statement of comprehensive income to show the items of comprehensive income grouped into those that are not permitted to be reclassified to profit or loss in a future period and those that may have to be reclassified if certain conditions are met. This amendment has not affected the presentation of the statement of comprehensive income of the company in the current period and is not likely to affect future periods.

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

Notes to the financial statements (continued)

Note 1. Summary of Significant Accounting Policies (continued)

a) Basis of Preparation (continued)

Economic dependency - Bendigo and Adelaide Bank Limited

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

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

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

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

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

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.

Going concern

The net assets of the company as at 30 June 2013 were $335,202 and the loss made for the year was ($330,388), bringing accumulated losses to ($667,691).

In addition:	**$**
Total assets	376,119
Total liabilities	40,917
Operating cash flows	(206,956)

Note 1. Summary of Significant Accounting Policies (continued)

a) Basis of Preparation (continued)

Going concern (continued)

There was a 25% decrease in the loss before tax recorded for the financial year ended 30 June 2013 when compared to the prior year.

The company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Directors' Report on pages 5 to 9. The financial position of the company, its cash flows, liquidity position and borrowing facilities are described in the financial statements.

The current economic environment is difficult and while revenue continues to increase the company has again reported an operating loss for the year. The directors' consider that the outlook presents significant challenges in terms of banking business volume and pricing as well as for operating costs. Whilst the directors have instituted measures to preserve cash and secure additional finance, these circumstances create material uncertainties over future trading results and cash flows.

The company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the company will be required to seek an overdraft facility.

The company has held discussions with Bendigo and Adelaide Bank Limited about its future borrowing needs. It is likely that these discussions will not be completed for some time but no matters have been drawn to its attention to suggest that renewal may not be forthcoming on acceptable terms. The company has also obtained an undertaking of support from Bendigo and Adelaide Bank Limited that it will continue to support the company and its operations for the 2013/14 financial year. This support is provided on the basis that the company continues to fulfill its obligations under the franchise agreement and continues to work closely with Bendigo and Adelaide Bank Limited to further develop its business.

The directors have concluded that the combination of the circumstances above represents a material uncertainty that casts doubt upon the company's ability to continue as a going concern and that, therefore, the company may be limited in its ability to realise its assets and discharge its liabilities in the normal course of business. Nevertheless, after making enquiries and considering the uncertainties described above, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. For these reasons, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

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

b) Revenue

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

Revenue calculation

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

Note 1. Summary of Significant Accounting Policies (continued)

b) Revenue (continued)

Revenue calculation (continued)

The second source of revenue is commission paid by Bendigo and Adelaide Bank Limited on the other products and services provided through the company (i.e. 'commission business'). The commission is currently payable on various specified products and services, including insurance, financial planning, common fund, Sandhurst Select, superannuation, commercial loan referrals, products referred by Rural Bank, leasing referrals, fixed loans and certain term deposits (>90 days). The amount of commission payable can be varied in accordance with the Franchise Agreement (which, in some cases, permits commissions to be varied at the discretion of Bendigo and Adelaide Bank Limited). This discretion has been exercised on several occasions previously. For example in February 2011 and February 2013 Bendigo and Adelaide Bank Limited reduced commissions on two core banking products to ensure a more even distribution of income between Bendigo and Adelaide Bank Limited and its **Community Bank®** partners. The revenue share model is subject to regular review to ensure that the interests of Bendigo and Adelaide Bank Limited and **Community Bank®** companies remain balanced.

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

c) Income Tax

Current tax

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

Deferred tax

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

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

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

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

Note 1. Summary of Significant Accounting Policies (continued)

c) Income Tax (continued)

Current and deferred tax for the period

Current and deferred tax is recognised as an expense or income in the statement of comprehensive income, except when it relates to items credited or debited to equity, in which case the deferred tax is also recognised directly in equity, or where it arises from initial accounting for a business combination, in which case it is taken into account in the determination of goodwill or excess.

d) Employee Entitlements

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

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

e) Cash and Cash Equivalents

For the purposes of the statement of cash flows, cash includes cash on hand and in banks and investments in money market instruments, net of outstanding bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet.

f) Trade Receivables and Payables

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

g) Property, Plant and Equipment

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

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

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

- leasehold improvements	40 years
- plant and equipment	2.5 - 40 years
- furniture and fittings	4 - 40 years

Note 1. Summary of Significant Accounting Policies (continued)

h) Intangibles

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

i) Payment Terms

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

j) Borrowings

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

k) Financial Instruments

Recognition and initial measurement

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

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

Derecognition

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

Classification and subsequent measurement

(i) Loans and receivables

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

(ii) Held-to-maturity investments

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

(iii) Financial liabilities

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

Impairment

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

Note 1. Summary of Significant Accounting Policies (continued)

l) Leases

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

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

m) Provisions

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

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

n) Contributed Equity

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

o) Earnings Per Share

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

p) Goods and Services Tax

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

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

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

Note 2. Financial Risk Management

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

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

(i) Market risk

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

(ii) Price risk

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

(iii) Credit risk

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

(iv) Liquidity risk

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

(v) Cash flow and fair value interest rate risk

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

(vi) Capital management

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

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

(i) the distribution limit is the greater of:

- (a) 20% of the profit or funds of the franchisee otherwise available for distribution to shareholders in that 12 month period; and
- (b) subject to the availability of distributable profits, the relevant rate of return multiplied by the average level of share capital of the franchisee over that 12 month period; and

(ii) the relevant rate of return is equal to the weighted average interest rate on 90 day bank bills over that 12 month period plus 5%.

Note 2. Financial Risk Management (continued)

(vi) Capital management (continued)

The board is managing the growth of the business in line with this requirement. There are no other externally imposed capital requirements, although the nature of the company is such that amounts will be paid in the form of charitable donations and sponsorship. Charitable donations and sponsorship paid for the year ended 30 June 2013 can be seen in the statement of comprehensive income.

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

Note 3. Critical Accounting Estimates and Judgements

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

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

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

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

Taxation

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

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

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

Estimation of useful lives of assets

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

Note 3. Critical Accounting Estimates and Judgements (continued)

Impairment of assets

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

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

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

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

Note 4. Revenue from Ordinary Activities

	2013 $	2012 $
Operating activities:		
- services commissions	407,762	280,720
- other revenue	-	-
Total revenue from operating activities	**407,762**	**280,720**
Non-operating activities:		
- interest received	7,757	21,227
Total revenue from non-operating activities	**7,757**	**21,227**
Total revenues from ordinary activities	**415,519**	**301,947**

	Note	2013 $	2012 $

Note 5. Expenses

Depreciation of non-current assets:			
- plant and equipment		11,023	12,737
- leasehold improvements		9,951	11,852
Amortisation of non-current assets:			
- franchise agreement		2,000	2,000
- establishment fee		20,000	20,000
		42,974	**46,589**
Bad debts		**4**	**105**

Note 6. Income Tax Credit

The components of tax expense comprise:			
- Current tax		-	-
- Future income tax benefit attributed to losses		(32,494)	(71,089)
- Movement in deferred tax		(3,225)	(695)
- Tax losses not brought to account		35,719	-
- Previous periods deferred tax benefit written back		(137,209)	-
		(137,209)	**(71,784)**
The prima facie tax on loss from ordinary activities before income tax is reconciled to the income tax expense as follows:			
Operating loss		(193,180)	(256,241)
Prima facie tax on profit from ordinary activities at 30%		(40,683)	(76,873)
Add tax effect of:			
- non-deductible expenses		6,642	6,767
- timing difference expenses		3,225	695
- other deductible expenses		(1,678)	(1,678)
		(32,494)	**(71,089)**
Movement in deferred tax	11	(3,225)	(695)
Tax losses not brought to account		35,719	-
Write off of benefit previously brought to account		(137,209)	-
		(137,209)	**71,784**
Income tax losses			
Future income tax benefits arising from tax losses are not recognised at reporting date as realisation of the benefit is not regarded as virtually certain. Future income tax benefit carried forward is:		**167,176**	**-**

	2013 $	2012 $

Note 7. Cash and Cash Equivalents

Cash at bank and on hand	19,005	26,066
Term deposits	113,611	315,306
	132,616	**341,372**

The above figures are reconciled to cash at the end of the financial year as shown in the statement of cashflows as follows:

Note 7.(a) Reconciliation of cash		
Cash at bank and on hand	19,005	26,066
Term deposits	113,611	315,306
	132,616	**341,372**

Note 8. Trade and Other Receivables

Current:		
Trade receivables	26,466	18,746
Other receivables and accruals	7,450	7,470
	33,916	**26,216**

Note 9. Property, Plant and Equipment

Plant and equipment		
At cost	74,055	72,255
Less accumulated depreciation	(27,031)	(16,008)
	47,024	**56,247**
Leasehold improvements		
At cost	79,857	79,857
Less accumulated depreciation	(24,834)	(14,883)
	55,023	**64,974**
Total written down amount	**102,047**	**121,221**
Movements in carrying amounts:		
Plant and equipment		
Carrying amount at beginning	56,247	67,116
Additions	1,800	1,868
Disposals	-	-
Less: depreciation expense	(11,023)	(12,737)
Carrying amount at end	**47,024**	**56,247**

	2013 $	2012 $

Note 9. Property, Plant and Equipment (continued)

Leasehold improvements		
Carrying amount at beginning	64,974	76,827
Additions	-	-
Disposals	-	-
Less: depreciation expense	(9,951)	(11,853)
Carrying amount at end	**55,023**	**64,974**
Total written down amount	**102,047**	**121,221**

Note 10. Intangible Assets

Franchise fee		
At cost	10,000	10,000
Less: accumulated amortisation	(4,500)	(2,500)
	5,500	**7,500**
Establishment fee		
At cost	100,000	100,000
Less: accumulated amortisation	(45,000)	(25,000)
	55,000	**75,000**
Redomicile Fees	**47,040**	**47,040**
Total written down amount	**107,540**	**129,540**

Note 11. Tax

Deferred tax assets		
- accruals	-	-
- employee provisions	5,838	4,428
- tax losses carried forward	167,176	134,682
	173,014	**139,110**
Deferred tax liability		
- accruals	(86)	1,901
- deductible prepayments	-	-
	(86)	**1,901**

Notes to the financial statements (continued)

	2013 $	2012 $
Note 11. Tax (continued)		
Tax losses not brought to account	(35,719)	-
Previous periods deferred tax benefit written back	(137,209)	-
Net deferred tax asset	**-**	**137,209**
Movement in deferred tax charged to statement of comprehensive income	**(3,225)**	**(695)**

Note 12. Trade and Other Payables

Trade creditors	21,457	28,167
Other creditors and accruals	-	47,040
	21,457	**75,207**

Note 13. Provisions

Current:		
Provision for annual leave	**16,824**	**14,069**
Non Current		
Provision for long service leave	**2,637**	**692**

Note 14. Contributed Equity

1,030,855 Ordinary shares fully paid (2012: 1,030,855)	1,030,855	1,030,855
Less: equity raising expenses	(27,963)	(27,963)
	1,002,892	**1,002,892**

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.

Note 14. Contributed Equity (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.

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 274. As at the date of this report, the company had 303 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.

Notes to the financial statements (continued)

	2013 $	2012 $

Note 15. Accumulated Losses

Balance at the beginning of the financial year	(337,302)	(152,845)
Net loss from ordinary activities after income tax	(330,389)	(184,457)
Dividends paid or provided for	-	-
Balance at the end of the financial year	**(667,691)**	**(337,302)**

Note 16. Statement of Cashflows

Reconciliation of loss from ordinary activities after tax to net cash used in operating activities

Loss from ordinary activities after income tax	(330,389)	(184,457)
Non cash items:		
- depreciation	20,974	24,589
- amortisation	22,000	22,000
Changes in assets and liabilities:		
- increase in receivables	(7,700)	(18,445)
- (increase)/decrease in other assets	137,209	(71,784)
- increase/(decrease) in payables	(53,750)	9,274
- increase in provisions	4,700	8,227
Net cashflows used in operating activities	**(206,956)**	**(210,596)**

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	66,703	67,458
- between 12 months and 5 years	116,730	185,510
- greater than 5 years	-	-
	183,433	**252,968**

The real estate lease is a non-cancellable lease with a five-year term, with rent payable monthly in advance.

Notes to the financial statements (continued)

	2013 $	2012 $

Note 18. Auditor's Remuneration

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

	2013 $	2012 $
- audit and review services	3,850	3,400
- share registry	1,550	1,932
- non audit services	1,482	1,038
	6,882	**6,370**

Note 19. Director and Related Party Disclosures

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

Nicholas John Roberts
Martin William Thraves
Geoffrey Ian Kidd
Genevieve Melissa Radecki
Mary Rose Morgan
Barry Norman Kirkpatrick
Andrew James Taber
Anthony David Wiltshire
Colin Stanley Forsyth (Appointed 21 November 2012)
David Andrew Fraser (Resigned 21 November 2012)

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	**2013**	**2012**
Nicholas John Roberts	15,001	15,001
Martin William Thraves	5,001	5,001
Geoffrey Ian Kidd	2,001	2,001
Genevieve Melissa Radecki	2,096	2,096
Mary Rose Morgan	1	1
Barry Norman Kirkpatrick	3,001	3,001
Andrew James Taber	2,001	2,001
Anthony David Wiltshire	40,000	40,000
Colin Stanley Forsyth (Appointed 21 November 2012)	-	-
David Andrew Fraser (Resigned 21 November 2012)	2,001	2,001

Note 20. Key Management Personnel Disclosures

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

	2013 $	2012 $
Note 21. Earnings Per Share		
(a) Loss attributable to the ordinary equity holders of the company used in calculating earnings per share	(330,389)	(184,457)
	Number	**Number**
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	1,031,497	1,030,601

Note 22. Events Occurring After the Balance Sheet Date

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

Note 23. Contingent Liabilities

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

Note 24. Segment Reporting

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

Note 25. 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
48 Hartnett Drive	Shop 5A 7 Bay Road
Seaford VIC 3198	Mount Martha VIC 3934

Note 26. Financial Instruments

Net Fair Values

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

Note 26. Financial Instruments (continued)

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

	Floating interest rate		Fixed interest rate maturing in						Non interest bearing		Weighted average effective interest rate	
			1 year or less		Over 1 to 5 years		Over 5 years					
Financial instrument	**2013 $**	**2012 $**	**2013 $**	**2012 $**	**2013 $**	**2012 $**	**2013 $**	**2012 $**	**2013 $**	**2012 $**	**2013 %**	**2012 %**
Financial Assets												
Cash and cash equivalents	9,409	16,953	113,612	315,306	-	-	-	-	-	-	3.6	1.0
Receivables	-	-	-	-	9,595	9,113	-	-	26,467	18,745	N/A	N/A
Financial Liabilities												
Payables	-	-	-	-	-	-	-	-	40,936	89,505	N/A	N/A

Directors’ declaration

In accordance with a resolution of the directors of Mount Martha 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 2013 and of its performance for the financial year ended on that date; and

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

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

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

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

Nicholas John Roberts,
Chairman

Signed on the 19th of August 2013.

Independent audit report

Partners in success

Chartered Accountants

Independent auditor's report to the members of Mount Martha Community Enterprises Ltd

Report on the financial report

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

Directors' responsibility for the financial report

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

Auditor's responsibility

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

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

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

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

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

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Independence

In conducting our audit we have complied with the independence requirements of the *Corporations Act 2001*. We have given to the directors of the company a written auditor's independence declaration, a copy of which is included in the directors' report.

Auditor's opinion on the financial report

In our opinion:

1) The financial report of Mount Martha Community Enterprises Ltd is in accordance with the *Corporations Act 2001* including giving a true and fair view of the company's financial position as at 30 June 2013 and of its financial performance and its cash flows for the year then ended and complying with Australian Accounting Standards and the Corporations Regulations 2001.

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

Emphasis of matter

Without modifying our opinion, we draw attention to Note 1 in the financial report, which indicates that the company incurred a net loss of $330,389 during the year ended 30 June 2013, further reducing the company's net assets to $335,201. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty that may cast doubt over the company's ability to continue as a going concern and therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business.

Report on the remuneration report

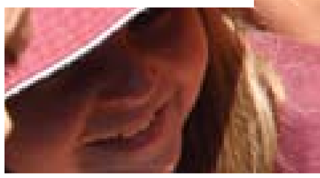
We have audited the remuneration report included in the directors' report for the year ended 30 June 2013. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's opinion

In our opinion, the remuneration report of Mount Martha Community Enterprises Ltd for the year ended 30 June 2013, complies with section 300A of the *Corporations Act 2001*.

David Hutchings
Andrew Frewin Stewart
61 Bull Street Bendigo Vic 3550

Dated: 19 August 2013



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