

NorCen Financial Services Ltd

ABN 32 119 493 113

Consolidated Half-year Financial Report - 31 December 2025

NorCen Financial Services Ltd
Directors' report
31 December 2025

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'group') consisting of NorCen Financial Services Ltd (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2025.

Directors

The following persons were directors of NorCen Financial Services Ltd during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

Ian Gillon	Ortensio Caroli
Kathleen Mary Holland	Benjamin John Gregory
Jane Lovell	David Ian Atkinson
Sheree Elise Tivendale	Priya Nair

Principal activity

The principal activity of the group during the financial half-year was facilitating Community Bank services under management rights of Bendigo and Adelaide Bank Limited (Bendigo Bank).

Review of operations

The profit for the group after providing for income tax amounted to \$335,517 (31 December 2024: \$356,517).

Significant changes in the state of affairs

During the year ended 30 June 2025, the directors resolved to wind up the company's wholly-owned subsidiary, Norcen Properties Pty Ltd. As at 31 December 2025, the winding-up process remains ongoing and is expected to be finalised during the financial year ending 30 June 2026. The decision to wind up the subsidiary has not had a material impact on the consolidated entity's financial position or performance as at 31 December 2025.

During the half year period the group sold the McLeod Court property for \$565,000, with proceeds being used for the repayment of debts.

There were no other significant changes in the state of affairs of the group during the financial half-year.

Matters subsequent to the end of the financial half-year

No matter or circumstance has arisen since 31 December 2025 that has significantly affected, or may significantly affect the group's operations, the results of those operations, or the group's state of affairs in future financial years.

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 immediately after this directors' report.

This report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the *Corporations Act 2001*.

On behalf of the directors



Ian Gillon
Chairperson

10 March 2026



Andrew Frewin Stewart
61 Bull Street Bendigo VIC 3550
ABN: 65 684 604 390
afs@afsbendigo.com.au
03 5443 0344

Lead auditor's independence declaration under section 307C of the *Corporations Act 2001* to the Directors of NorCen Financial Services Ltd

I declare that, to the best of our knowledge and belief, during the half-year ended 31 December 2025 there have been:

- a. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- b. no contraventions of any applicable code of professional conduct in relation to the review.

A handwritten signature in black ink, appearing to read 'Andrew Frewin Stewart', with a flourish at the end.

Andrew Frewin Stewart
61 Bull Street, Bendigo Vic 3550
Dated: 10 March 2026

A handwritten signature in black ink, appearing to read 'A. Downing', with a flourish at the end.

Adrian Downing
Lead Auditor

NorCen Financial Services Ltd
Consolidated statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2025

	Note	Consolidated	
		31-Dec-25	31-Dec-24
		\$	\$
Revenue from contracts with customers	3	2,006,080	2,039,940
Other revenue		76,692	122,367
Finance revenue		168	123
Total revenue		<u>2,082,940</u>	<u>2,162,430</u>
Employee benefits expense		(1,057,545)	(1,002,961)
Advertising and marketing costs		(5,995)	(28,670)
Occupancy and associated costs		(66,467)	(57,414)
Systems costs		(43,285)	(44,271)
Depreciation and amortisation expense		(183,184)	(195,149)
Finance costs		(24,998)	(47,175)
General administration expenses		(191,287)	(195,859)
Total expenses before community contributions and income tax		<u>(1,572,761)</u>	<u>(1,571,499)</u>
Profit before community contributions and income tax expense		510,179	590,931
Charitable donations, sponsorships and grants expense		(122,049)	(114,994)
Profit before income tax expense		388,130	475,937
Income tax expense		(52,613)	(119,420)
Profit after income tax expense for the half-year		335,517	356,517
Other comprehensive income for the half-year, net of tax		-	-
Total comprehensive income for the half-year		<u>335,517</u>	<u>356,517</u>
		Cents	Cents
Basic earnings per share		5.32	5.65
Diluted earnings per share		5.32	5.65

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

NorCen Financial Services Ltd
Consolidated statement of financial position
As at 31 December 2025

	Consolidated	
	31-Dec-25	30-Jun-25
	\$	\$
Assets		
Current assets		
Cash and cash equivalents	222,280	166,317
Trade and other receivables	351,988	347,654
Total current assets	<u>574,268</u>	<u>513,971</u>
Non-current assets		
Property, plant and equipment	5,364,665	6,059,458
Right-of-use assets	208,176	235,412
Intangibles	166,293	187,522
Total non-current assets	<u>5,739,134</u>	<u>6,482,392</u>
Total assets	<u>6,313,402</u>	<u>6,996,363</u>
Liabilities		
Current liabilities		
Trade and other payables	224,214	246,174
Borrowings	95,911	549,456
Lease liabilities	78,193	76,540
Current tax liabilities	30,121	47,905
Employee benefits	139,442	133,428
Total current liabilities	<u>567,881</u>	<u>1,053,503</u>
Non-current liabilities		
Trade and other payables	93,407	140,110
Borrowings	-	280,119
Lease liabilities	170,245	200,404
Deferred tax liabilities	94,693	118,833
Employee benefits	53,704	16,861
Provisions	34,047	33,254
Total non-current liabilities	<u>446,096</u>	<u>789,581</u>
Total liabilities	<u>1,013,977</u>	<u>1,843,084</u>
Net assets	<u>5,299,425</u>	<u>5,153,279</u>
Equity		
Issued capital	1,003,089	1,003,089
Reserves	442,694	442,694
Retained earnings	<u>3,853,642</u>	<u>3,707,496</u>
Total equity	<u>5,299,425</u>	<u>5,153,279</u>

The above consolidated statement of financial position should be read in conjunction with the accompanying notes

NorCen Financial Services Ltd
Consolidated statement of changes in equity
For the half-year ended 31 December 2025

Consolidated	Note	Issued capital \$	Revaluation reserve	Retained earnings \$	Total equity \$
Balance at 1 July 2024		1,003,089	442,194	3,512,825	4,958,108
Profit after income tax expense		-	-	356,517	356,517
Other comprehensive income, net of tax		-	-	-	-
Total comprehensive income		-	-	356,517	356,517
<i>Transactions with owners in their capacity as owners:</i>					
Dividends provided for or paid	4	-	-	(220,933)	(220,933)
Balance at 31 December 2024		<u>1,003,089</u>	<u>442,194</u>	<u>3,648,409</u>	<u>5,093,692</u>
Balance at 1 July 2025		1,003,089	442,694	3,707,496	5,153,279
Profit after income tax expense		-	-	335,517	335,517
Other comprehensive income, net of tax		-	-	-	-
Total comprehensive income		-	-	335,517	335,517
<i>Transactions with owners in their capacity as owners:</i>					
Dividends provided for or paid	4	-	-	(189,371)	(189,371)
Balance at 31 December 2025		<u>1,003,089</u>	<u>442,694</u>	<u>3,853,642</u>	<u>5,299,425</u>

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes

NorCen Financial Services Ltd
Consolidated statement of cash flows
For the half-year ended 31 December 2025

	Note	Consolidated	
		31-Dec-25	31-Dec-24
		\$	\$
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		2,288,893	2,397,807
Payments to suppliers and employees (inclusive of GST)		(1,723,477)	(1,701,222)
Interest received		168	123
Interest and other finance costs paid		(17,555)	(40,942)
Income taxes paid		(94,425)	(143,833)
		<u>453,604</u>	<u>511,933</u>
Net cash from operating activities			
Cash flows from investing activities			
Payments for property, plant and equipment		-	(63,853)
Proceeds from disposal of property, plant and equipment		565,000	-
		<u>565,000</u>	<u>(63,853)</u>
Net cash from/(used in) investing activities			
Cash flows from financing activities			
Repayment of borrowings		(733,664)	(324,419)
Interest and other finance costs paid		(6,649)	(5,476)
Dividends paid	4	(189,371)	(220,933)
Repayment of lease liabilities		(32,957)	(42,130)
		<u>(962,641)</u>	<u>(592,958)</u>
Net cash used in financing activities			
Net increase/(decrease) in cash and cash equivalents		55,963	(144,878)
Cash and cash equivalents at the beginning of the financial half-year		<u>166,317</u>	<u>282,848</u>
Cash and cash equivalents at the end of the financial half-year		<u><u>222,280</u></u>	<u><u>137,970</u></u>

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes

NorCen Financial Services Ltd
Notes to the consolidated financial statements
31 December 2025

Note 1. Material accounting policy information

These consolidated general purpose financial statements for the interim half-year reporting period ended 31 December 2025 have been prepared in accordance with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 *Interim Financial Reporting*.

These general purpose financial statements do not include all of the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2025 and any public announcements made by the company during the period.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

Note 2. Economic dependency

The company has entered into a franchise agreement with Bendigo Bank that governs the management of the Community Bank. The company is economically dependent on the ongoing receipt of revenue under the franchise agreement. The franchise agreement expires in December 2029.

The directors have a reasonable expectation that a new franchise agreement will be signed prior to the expiry date.

Note 3. Revenue from contracts with customers

	Consolidated	
	31-Dec-25	31-Dec-24
	\$	\$
Margin income	1,818,225	1,824,211
Fee income	97,904	131,101
Commission income	89,951	84,628
	<u>2,006,080</u>	<u>2,039,940</u>

Disaggregation of revenue

All revenue from contracts with customers has been recognised at a point in time during the half-year.

Note 4. Dividends

The following dividends were provided for and paid to shareholders during the financial half-year as presented in the Statement of changes in equity and Statement of cash flows.

	Consolidated	
	31-Dec-25	31-Dec-24
	\$	\$
Fully franked dividend of 3 cents per share (31-Dec-24: 3.5 cents)	<u>189,371</u>	<u>220,933</u>

The tax rate at which dividends have been franked is 25%.

NorCen Financial Services Ltd
Notes to the consolidated financial statements
31 December 2025

Note 5. Fair value measurement

Some of the group's assets and liabilities are measured at fair value for financial reporting purposes. The board of directors determine the appropriate valuation techniques and inputs for fair value measurements.

Fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

Level 1: Quoted market price at the close of business at the end of the reporting period.

Level 2: Inputs are based on a valuation performed by a third party qualified valuer using quoted prices for similar assets in an active market.

Level 3: Unobservable inputs for the asset or liability

There were no transfers between levels during the financial half-year.

Consolidated - 31-Dec-25	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
<i>Assets</i>				
Land and buildings	-	5,550,000	-	5,550,000
Total assets	-	5,550,000	-	5,550,000
Consolidated - 30-Jun-25	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
<i>Assets</i>				
Land and buildings	-	6,130,000	-	6,130,000
Total assets	-	6,130,000	-	6,130,000

Note 6. Contingent assets and liabilities

There were no contingent assets or liabilities at the date of this report.

Note 7. Related party transactions

The company has related party transactions that include advertising, rental payments and remuneration to directors. During the year ended 30 June 2025, the parent entity received a dividend of \$631,643 from its wholly owned subsidiary. No dividends were declared or received from related parties during the half-year ended 31 December 2025. There have been no significant changes to the nature or amount of these related party transactions during the half-year ended 31 December 2025.

Note 8. Events after the reporting date

No matter or circumstance has arisen since 31 December 2025 that has significantly affected, or may significantly affect the group's operations, the results of those operations, or the group's state of affairs in future financial years.

NorCen Financial Services Ltd
Directors' declaration
31 December 2025

In the directors' opinion:

- the attached consolidated financial statements and notes comply with the *Corporations Act 2001*, Australian Accounting Standard AASB 134 *Interim Financial Reporting*, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the group's financial position as at 31 December 2025 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the *Corporations Act 2001*.

On behalf of the directors



Ian Gillon
Chairperson

10 March 2026



Andrew Frewin Stewart
61 Bull Street Bendigo VIC 3550
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03 5443 0344

Independent auditor's review report to the Directors of NorCen Financial Services Ltd

Report on the half-year financial report

Conclusion

We have reviewed the half-year financial report of NorCen Financial Services Ltd (the company), which comprises the statement of financial position as at 31 December 2025, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, a summary of material accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of NorCen Financial Services Ltd does not comply with the *Corporations Act 2001* including:

- a. giving a true and fair view of the company's financial position as at 31 December 2025 and of its performance for the half-year ended on that date; and
- b. complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for conclusion

We conducted our review in accordance with ASRE 2410: *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's responsibilities for the review of the financial report* section of our report. We are independent of the company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Responsibility of the directors for the financial report

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



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03 5443 0344

Auditor's responsibility for the review of the financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the company's financial position as at 31 December 2025 and its performance for the half-year ended on that date, and complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

A handwritten signature in black ink, appearing to read 'Andrew Frewin Stewart', is positioned above the printed name.

Andrew Frewin Stewart
61 Bull Street, Bendigo Vic 3550
Dated: 10 March 2026

A handwritten signature in black ink, appearing to read 'A. Downing', is positioned above the printed name.

Adrian Downing
Lead Auditor