
Fleurieu

Community Enterprises Limited

Annual Report

2018

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Chair's Report

For year ending 30 June 2018

This year has seen progressive changes to our team and our Fleurieu wide cooperation that are clearly now delivering on the bottom line and helping us build our Community Banking model. Sam Bitter our new Business and Community Manager along with David Radley our Business Development Manager are adding new momentum to our growth and cooperation across the Fleurieu. Our underlying profits have grown, after adjusting for the accounting standards tax credit issue last year.

Our work is not over as we seek to build a larger business across the Fleurieu and return more to our local communities. I am pleased to note that Community Investments returned to our community now exceed \$270,000, and, whilst the story takes time to explain, and promote, there is no other banking model globally which delivers so much to its local community.

We help many local organisations throughout the year, but if I had to draw attention to only one, it would be the Fleurieu Future Leaders Program. In concert with Bendigo Bank, our Goolwa colleagues, and Face the World, we are supporting the development of a vibrant group of future leaders, each year, which in turn will substantially enhance the Fleurieu, as well as their own career or business aspirations. This is another good example of the collaboration we are actioning across the Fleurieu.

We also continue to pilot many operational and structural projects with our latest being our presence in the new Meeting Place business hub at McLaren Vale. Your Board is very aware that traditional banking is quickly changing and younger generations avoid cash and attending bank premises. We need to continue to service traditional expectations whilst also developing new models. Our ability to be mobile when attending customers for loans and even building a presence without traditional cash services, are examples of further innovation.

I would also like to thank customers for their support with the removal of our Aldinga branch ATM. The availability of so many alternative free withdrawal sources has allowed us to increase our profit by more than \$12,000 from this change which means we can return more real money to local community organisations.

However, whilst banking is changing we still believe that people make the difference and that is why we continue to invest in real managers and staff you can talk to directly, supported by Directors drawn from our local community. My thanks are extended to the volunteer work of all our Directors, and ambassadors, whose commitment during the year adds to our excellent staff efforts and ensures we grow and continue to reinvest into our community.



Ron Logan
Chair

Fleurieu Community Enterprises Ltd

Manager's Report

For year ending 30th June 2018

It has been an exciting year with several changes to support the success of the Fleurieu Collaboration 2 years ago between Goolwa & Districts Community Bank, Aldinga & Willunga Community Bank and Victor Harbor Bendigo Bank branches. The strong commitment by Bendigo Bank to continue servicing the needs of the Fleurieu Peninsula has been further enhanced by the appointment of myself Samantha Bitter to the key senior role of Fleurieu Business and Community Manager together with David Radley as the Fleurieu Business Development Manager.

These pivotal appointments have allowed David and I the opportunity to lead and help shape the Fleurieu Collaboration comprising of the four sites, and in recent times the addition of the innovative business hub in McLaren Vale. This has provided customers, new and existing, a 5th location where banking can be conducted across the Fleurieu.

Our focus of reinvestment back into the Fleurieu community remains a priority with this year seeing us giving back more than \$34,700 to local clubs and not for profit groups. In addition to the community reinvestments, as part of the Fleurieu Collaboration, we have sponsored numerous events across the Fleurieu with more than \$10,000. A specific example is the renewed commitment to empowering Fleurieu residents to lead change and growth with the 2nd year of sponsorship supporting the Fleurieu Future Leaders program. During the year we also invested in 2 new marquees that are available for any local organisation holding an event.

We think of banking a little differently across the Fleurieu; what does that look like, how we can cater to a changing audience instead of just traditional banking. Our association with the Meeting Place at McLaren Vale is a great concept for all businesses; it has become very important for us, allowing a relaxed environment that is open to all types of banking discussions.

With a committed team of locals working and driving our business we can share the community story and point of difference with more people, an increase in brand awareness and people choosing to bank with a Fleurieu Community branch. This allows us to help our community by reinvesting back into the community achieving a prosperous outcome for all.

I would also like to acknowledge and thank the Fleurieu Team who work diligently and with great commitment to ensure the Fleurieu community branches are a success for the growth and prosperity of the broader community.

We are appreciative of the support we receive from our customers, shareholders and our board of Directors which allows us to grow and be a sustainable community business.



Samantha Bitter

Fleurieu Business and Community Manager

Bendigo and Adelaide Bank report

For year ending 30 June 2018

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

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

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

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

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

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

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

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

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

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

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

A handwritten signature in black ink, appearing to read 'Robert Musgrove', with a stylized, looping flourish at the end.

Robert Musgrove
Bendigo and Adelaide Bank

Fleurieu Community Enterprises Limited

Directors' Report

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

Directors

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

Ronald Leslie Logan

Chairman

Occupation: Director

Qualifications, experience and expertise: Employed previously as a senior executive and Director with HSBC, CBA, Colonial and TSB (UK). Has worked in the UK, Australia, China, Vietnam and the Philippines. Now resident in Sellicks Hill and operates an aviation and private investment company.

Special responsibilities: Chairman. Chair of Human Resources sub-committee. Member of Audit & Finance, Risk & Governance, Strategy and Community Investments sub-committees.

Interest in shares: 10,000

Christopher Michael West

Director

Occupation: Business Owner

Qualifications, experience and expertise: Owns Home Grain Bakery in Aldinga and McLaren Flat and is helping to re-vitalise the historic township.

Special responsibilities: Chair of Community Investments sub-committee. Member of Strategy and Human Resources sub-committees.

Interest in shares: Nil

Hazel Ann Wainwright

Director

Occupation: City of Onkaparinga Councillor

Qualifications, experience and expertise: Owner of Wainwright Events. City of Onkaparinga Councillor (Wine Coast Ward). Chair of the Aldinga Bay Business and Tourism Association- which assists in the promotion of the local businesses in the local area and facilitates the organisation of the Tour Down Under at Aldinga and the Historic Sellicks Beach Bike Race .

Representative on the Economic Development Forum on the City of Onkaparinga. Member of the McLaren Vale Business and Tourism Association Committee. Member of the Southern Vales View Club. Member of the McLaren Vale BOCCE Committee.

Secretary of the McLaren Vale Recreation Park. Member of the Economic Growth and Investment Working Group. Member of the Onkaparinga Council's Strategic Direction Committee. Member of the Aldinga Sellicks Alliance which addresses local community social issues. Mentor of children at the local primary school. Member of the Friends of Sellicks.

Special responsibilities: Member of Community Investments subcommittee.

Interest in shares: Nil

Karyn Joy Thomas

Director

Occupation: Senior Manager

Qualifications, experience and expertise: Graduate of Australian Institute of Company Directors (GAICD). Bachelor of Information Technology (Business Computing & HR), nearing completion of a Masters of Business Administration (MBA) with University of Adelaide and a certified SAFe Scrum Master. Senior Manager in Advisory at BDO, providing advisory services on IT operations management, service management, software development, change management, strategic management, business intelligence, risk and governance. Past owner of Breeze IT, has 23 years IT experience. Has Business Development experience including starting a Software Distribution business with successful sale/dissolution. A past Tour Down Under Coordinator for Willunga Business & Tourism Association.

Special responsibilities: Chair of Risk & Governance sub-committee.

Interest in shares: 3,000

Fleurieu Community Enterprises Limited

Directors' Report

Directors (*continued*)

Anita Jane Bailetti

Director

Occupation: Business Owner and Chartered Accountant

Qualifications, experience and expertise: General Manager at Doc Adams Wines. Bachelor of Management, Bachelor of Commerce, Member of the Institute of Chartered Accountants.

Special responsibilities: Treasurer (from Aug 2016). Chair of Audit & Finance sub-committee (from April 2017).

Interest in shares: Nil

Charles Dominic Rodney Manning

Director

Occupation: Business Owner

Qualifications, experience and expertise: Owner of Face the World, a Management Consulting firm, He has worked of 20 years coaching/developing Executive Leadership teams with many major corporations and government departments. He is a corporate team coach and facilitator, developer of leaders and managers, helps people to deal with change and plan their lives. Holds a Masters in Applied Science (RMIT), worked for four years in the Commonwealth Dept of Finance and 10 years in the Dept of Defence.

Special responsibilities: Deputy Chairman. Chair of Strategy sub-committee. Member of Community Investments and Human Resources sub-committees.

Interest in shares: Nil

Daniel John Roach

Director

Occupation: Legal Practitioner

Qualifications, experience and expertise: Holds a Bachelor of Laws and Legal Practice, and a Bachelor of Biotechnology. He owns Roach Corporate Law and has worked for a mid-tier commercial law firm for banking and finance providers. He has operated as the in-house counsel for a state government agency and a venture capital fund. He is president of the Seacliff Hockey Club and Chair of the Seaford Moana Business & Tourism Association. He resides in Seaford Meadows.

Special responsibilities: Member of the Risk & Governance and Human Resources sub-committees.

Interest in shares: Nil

Anthony Richard David Bower

Director (*Appointed 24 October 2017*)

Occupation: Retired

Qualifications, experience and expertise: BSc(Hons), PhD in Physics (University of Adelaide). Also has tertiary qualifications in Business Administration and Viticulture. Worked for many years for major department store retailers, notably Myer, Harris Scarfe and David Jones in senior executive roles.

Prior to retiring, established a vineyard in the Currency Creek wine region producing premium quality wine grapes.

Now serves on several community boards on the Fleurieu Peninsula.

Special responsibilities: Member of the Finance Committee and Risk and Governance Committee

Interest in shares: Nil

Juan Edward Smith

Director (*Appointed 20 November 2017*)

Occupation: Manager Space and Facilities Planning, Flinders University.

Qualifications, experience and expertise: Masters in Project Management, Professional Management Certificate and is a qualified Architectural Draftsperson.

Has worked in the fields of Space Management, Project Management, Architectural Drafting and as a tutor in CAD design.

His community involvement includes Toastmasters, Southern Men's and the Fleurieu Community Enterprises Ltd board.

Special responsibilities: Chair of the Community and Investments sub-committee

Interest in shares: Nil

Directors were in office for this entire year unless otherwise stated.

Fleurieu Community Enterprises Limited

Directors' Report

Company Secretary

The company secretary is Anthony Bower. Anthony was appointed to the position of secretary on 24 October 2017. The previous company secretary was Karyn Thomas. Karyn was appointed to the position of secretary on 26 November 2014 and resigned on 24 October 2017.

Qualifications, experience and expertise: BSc(Hons), PhD in Physics (University of Adelaide). Also has tertiary qualifications in Business Administration and Viticulture. Worked for many years for major department store retailers, notably Myer, Harris Scarfe and David Jones in senior executive roles. Prior to retiring, established a vineyard in the Currency Creek wine region producing premium quality wine grapes. Now serves on several community boards on the Fleurieu Peninsula.

Principal Activities

The principal activities of the company during the financial year were facilitating **Community Bank®** services under management rights to operate a franchised branch and agency 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 profit of the company for the financial year after provision for income tax was:

Year ended 30 June 2018	Year ended 30 June 2017
\$	\$
62,304	147,883

Dividends

Dividends paid in the year

Year ended 30 June 2018	
Cents	\$
4	28,993

Significant changes in the state of affairs

In the opinion of the directors there were no significant changes in the state of affairs of the company that occurred during the financial year under review not otherwise disclosed in this report or the financial statements.

Events since the end of the financial year

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

Likely developments

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

Environmental regulation

The company is not subject to any significant environmental regulation.

Directors' benefits

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

Fleurieu Community Enterprises Limited

Directors' Report

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	
	<u>Eligible</u>	<u>Attended</u>
Ronald Leslie Logan	11	9
Christopher Michael West	11	10
Hazel Ann Wainwright	11	5
Karyn Joy Thomas	11	7
Anita Jane Bailetti	11	7
Charles Dominic Rodney Manning	11	6
Daniel John Roach	11	9
Anthony Richard David Bower (<i>Appointed 24 October 2017</i>)	8	8
Juan Edward Smith (<i>Appointed 20 November 2017</i>)	7	5

The Board has 5 sub-committees, Finance & Audit (chair A Bailetti), Risk & Governance (chair Karyn Thomas), Community Investments (chair Juan Smith), Strategy (chair Charles Manning) and Human Resources (chair Ron Logan).

Proceedings on behalf of the company

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

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

Non audit services

The company may decide to employ the auditor on assignments additional to their statutory duties where the auditor's expertise and experience with the company are important. Details of the amounts paid or payable to the auditor (Accru Harris Orchard) 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.

Fleurieu Community Enterprises Limited Directors' Report

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 Aldinga Beach, South Australia on 25 September 2018.

A handwritten signature in black ink, appearing to read 'Ronald Logan', is written over a solid horizontal line. The signature is stylized and cursive.

Ronald Leslie Logan, Chairman

**AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001**

To the Directors of Fleurieu Community Enterprises Limited:

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

- + no contraventions of the independence requirements of the Corporations Act 2001 in relation to the audit; and
- + no contraventions of any applicable code of professional conduct in relation to the audit.

ACCRU⁺ HARRIS ORCHARD



**BEN WILLINGTON
DIRECTOR**

Signed at Dulwich this day of 25 September 2018.

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

	Notes	2018 \$	2017 \$
Revenue from ordinary activities	4	669,390	673,556
Employee benefits expense		(310,398)	(369,006)
Charitable donations, sponsorship, advertising and promotion		(42,352)	(36,750)
Occupancy and associated costs		(95,689)	(90,086)
Systems costs		(26,513)	(31,541)
Depreciation and amortisation expense	5	(31,505)	(31,505)
Finance costs	5	(175)	-
General administration expenses		(76,844)	(80,570)
Profit before income tax		85,914	34,098
Income tax (expense)/credit	6	(23,610)	113,785
Profit after income tax		62,304	147,883
Total comprehensive income for the year attributable to the ordinary shareholders of the company:		62,304	147,883
Earnings per share		¢	¢
Basic earnings per share	22	8.60	20.40

The accompanying notes form part of these financial statements

Fleurieu Community Enterprises Limited

Balance Sheet

as at 30 June 2018

	Notes	2018 \$	2017 \$
ASSETS			
Current assets			
Cash and cash equivalents	7	178,150	116,162
Trade and other receivables	8	74,820	73,199
Total current assets		252,970	189,361
Non-current assets			
Property, plant and equipment	9	156,129	169,703
Intangible assets	10	38,053	51,484
Deferred tax asset	11	90,175	113,785
Total non-current assets		284,357	334,972
Total assets		537,327	524,333
LIABILITIES			
Current liabilities			
Trade and other payables	12	53,477	43,725
Provisions	13	20,997	25,538
Total current liabilities		74,474	69,263
Non-current liabilities			
Trade and other payables	12	15,016	30,031
Provisions	13	1,235	11,748
Total non-current liabilities		16,251	41,779
Total liabilities		90,725	111,042
Net assets		446,602	413,291
EQUITY			
Issued capital	14	724,815	724,815
Accumulated losses	15	(278,213)	(311,524)
Total equity		446,602	413,291

The accompanying notes form part of these financial statements

Fleurieu Community Enterprises Limited
Statement of Changes in Equity
for the year ended 30 June 2018

	Notes	Issued capital \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2016		724,815	(459,407)	265,408
Total comprehensive income for the year		-	147,883	147,883
Transactions with owners in their capacity as owners:				
Shares issued during period		-	-	-
Costs of issuing shares		-	-	-
Dividends provided for or paid		-	-	-
Balance at 30 June 2017		724,815	(311,524)	413,291
Balance at 1 July 2017		724,815	(311,524)	413,291
Total comprehensive income for the year		-	62,304	62,304
Transactions with owners in their capacity as owners:				
Shares issued during period		-	-	-
Costs of issuing shares		-	-	-
Dividends provided for or paid	20	-	(28,993)	(28,993)
Balance at 30 June 2018		724,815	(278,213)	446,602

The accompanying notes form part of these financial statements

Fleurieu Community Enterprises Limited
Statement of Cash Flows
for the year ended 30 June 2018

	Notes	2018 \$	2017 \$
Cash flows from operating activities			
Receipts from customers		732,174	727,333
Payments to suppliers and employees		(627,759)	(662,869)
Interest received		392	2,691
Interest paid		(175)	-
Net cash provided by operating activities	16	104,632	67,155
Cash flows from investing activities			
Payments for intangible assets		(13,651)	(36,301)
Net cash used in investing activities		(13,651)	(36,301)
Cash flows from financing activities			
Dividends paid	20	(28,993)	-
Net cash used in financing activities		(28,993)	-
Net increase in cash held		61,988	30,854
Cash and cash equivalents at the beginning of the financial year		116,162	85,308
Cash and cash equivalents at the end of the financial year	7(a)	178,150	116,162

The accompanying notes form part of these financial statements

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 1. Summary of significant accounting policies

a) Basis of preparation

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

Compliance with IFRS

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

Critical accounting estimates

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

Historical cost convention

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

Comparative figures

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

Application of new and amended accounting standards

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

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

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

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

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

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

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

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

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

a) Basis of preparation (*continued*)

Application of new and amended accounting standards (continued)

So far, the most significant impact identified is that the company will recognise new assets and liabilities for its operating leases of its branch and agency. As at 30 June 2018, the company's future minimum lease payment under non-cancellable operating leases amount to \$63,524, on an undiscounted basis (see Note 17).

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

Economic dependency - Bendigo and Adelaide Bank Limited

The company has entered into a franchise agreement with Bendigo and Adelaide Bank Limited that governs the management of the **Community Bank®** branch at Aldinga Beach and agency in Willunga, South Australia.

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

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

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

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

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

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

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

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).

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 1. Summary of significant accounting policies (continued)

b) Revenue (continued)*Revenue calculation*

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

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

Core banking products

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

Margin

Margin is arrived at through the following calculation:

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

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

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

Commission

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

Fee income

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

Discretionary financial contributions

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

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

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

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 2. Summary of significant accounting policies (*continued*)

b) Revenue (*continued*)

Ability to change financial return

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

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

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

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

Monitoring and changing financial return

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

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

c) Income tax

Current tax

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

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 1. Summary of significant accounting policies (continued)

c) Income tax (continued)*Deferred tax (continued)*

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

Current and deferred tax for the period

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

d) Employee entitlements

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

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

e) Cash and cash equivalents

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

f) Trade receivables and payables

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

g) Property, plant and equipment

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

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

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

- leasehold improvements	5 - 15	years
- plant and equipment	2.5 - 40	years

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

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.

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

i) Payment terms

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

j) Borrowings

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

k) Financial instruments*Recognition and initial measurement*

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

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

Derecognition

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

*Classification and subsequent measurement**(i) Loans and receivables*

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

(ii) 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

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

Impairment

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

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 1. Summary of significant accounting policies (continued)

l) Leases

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

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

m) Provisions

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

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

n) Issued capital

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

o) Earnings per share

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

p) Goods and Services Tax

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

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

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

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 2. Financial risk management

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

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

(i) Market risk

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

(ii) Price risk

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

(iii) Credit risk

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

(iv) Liquidity risk

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

(v) Cash flow and fair value interest rate risk

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

(vi) Capital management

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

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

The distribution limit is the greater of:

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

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

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

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 3. Critical accounting estimates and judgements

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

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

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

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

Taxation

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

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

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

Estimation of useful lives of assets

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

Impairment of assets

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

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

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

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 3. Critical accounting estimates and judgements (*continued*)

Impairment of assets (continued)

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

Note 4. Revenue from ordinary activities	2018	2017
	\$	\$
Operating activities:		
- gross margin	478,517	456,051
- services commissions	96,956	109,663
- fee income	45,298	57,669
- market development fund	45,000	46,250
Total revenue from operating activities	<u>665,771</u>	<u>669,633</u>
Non-operating activities:		
- interest received	559	2,652
- other revenue	3,060	1,271
Total revenue from non-operating activities	<u>3,619</u>	<u>3,923</u>
Total revenues from ordinary activities	<u>669,390</u>	<u>673,556</u>

Note 5. Expenses

Depreciation of non-current assets:		
- plant and equipment	8,613	8,613
- leasehold improvements	4,961	4,961
Amortisation of non-current assets:		
- franchise agreement	2,238	2,238
- franchise renewal fee	11,193	11,193
- customer service centre fee	4,500	4,500
	<u>31,505</u>	<u>31,505</u>
Finance costs:		
- interest paid	<u>175</u>	<u>-</u>
Bad debts	<u>440</u>	<u>767</u>

Fleurieu Community Enterprises Limited
Notes to the Financial Statements
for the year ended 30 June 2018

Note 6. Income tax expense/(credit)	2018	2017
	\$	\$
The components of tax expense/(credit) comprise:		
- Movement in deferred tax	3,202	(1,663)
- Recoupment of prior year tax losses	20,507	11,482
- Bring to account future income tax benefit attributable to losses	(99)	(123,604)
	<u>23,610</u>	<u>(113,785)</u>
The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense/(credit) as follows		
Operating profit	85,914	34,098
Prima facie tax on profit from ordinary activities at 27.5% (2017: 27.5%)	23,626	9,376
Add tax effect of:		
- non-deductible expenses	83	443
- timing difference expenses	(3,202)	1,663
	<u>20,507</u>	<u>11,482</u>
Movement in deferred tax	3,202	(1,663)
Bring to account future income tax benefit attributable to losses	(99)	(123,604)
	<u>23,610</u>	<u>(113,785)</u>

Note 7. Cash and cash equivalents

Cash at bank and on hand	153,098	85,724
Term deposits	25,052	30,438
	<u>178,150</u>	<u>116,162</u>

The trading account has an approved overdraft limit of \$250,000 with a current interest rate of 4.03%. The overdraft facility was not utilised during the financial year.

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	153,098	85,724
Term deposits	25,052	30,438
	<u>178,150</u>	<u>116,162</u>

Fleurieu Community Enterprises Limited
Notes to the Financial Statements
for the year ended 30 June 2018

Note 8. Trade and other receivables	2018	2017
	\$	\$
Trade receivables	62,306	58,963
Prepayments	10,852	14,181
Other receivables and accruals	1,662	55
	<u>74,820</u>	<u>73,199</u>

Note 9. Property, plant and equipment

Leasehold improvements		
At cost	198,423	198,423
Less accumulated depreciation	(59,734)	(54,773)
	<u>138,689</u>	<u>143,650</u>
Plant and equipment		
At cost	45,333	45,333
Less accumulated depreciation	(27,893)	(19,280)
	<u>17,440</u>	<u>26,053</u>
Total written down amount	<u>156,129</u>	<u>169,703</u>

Movements in carrying amounts:

Leasehold improvements		
Carrying amount at beginning	143,650	148,611
Additions	-	-
Disposals	-	-
Less: depreciation expense	(4,961)	(4,961)
Carrying amount at end	<u>138,689</u>	<u>143,650</u>
Plant and equipment		
Carrying amount at beginning	26,053	34,666
Additions	-	-
Disposals	-	-
Less: depreciation expense	(8,613)	(8,613)
Carrying amount at end	<u>17,440</u>	<u>26,053</u>
Total written down amount	<u>156,129</u>	<u>169,703</u>

Fleurieu Community Enterprises Limited
Notes to the Financial Statements
for the year ended 30 June 2018

Note 10. Intangible assets	2018	2017
	\$	\$
Franchise fee		
At cost	32,762	32,762
Less: accumulated amortisation	(26,420)	(24,182)
	<u>6,342</u>	<u>8,580</u>
Renewal processing fee		
At cost	113,814	113,814
Less: accumulated amortisation	(82,103)	(70,910)
	<u>31,711</u>	<u>42,904</u>
Total written down amount	<u><u>38,053</u></u>	<u><u>51,484</u></u>

Note 11. Tax		
Deferred tax assets		
- accruals	1,220	1,220
- employee provisions	6,114	10,254
- tax losses carried forward	84,470	104,878
	<u>91,804</u>	<u>116,352</u>
Deferred tax liability		
- accruals	61	15
- property, plant and equipment	1,568	2,552
	<u>1,629</u>	<u>2,567</u>
Net deferred tax asset	<u><u>90,175</u></u>	<u><u>113,785</u></u>
Movement in deferred tax charged to Statement of Profit or Loss and Other Comprehensive Income	<u><u>23,610</u></u>	<u><u>9,819</u></u>

Note 12. Trade and other payables		
Current:		
Trade creditors	805	-
Other creditors and accruals	52,672	43,725
	<u>53,477</u>	<u>43,725</u>
Non-current:		
Other creditors and accruals	<u>15,016</u>	<u>30,031</u>

Fleurieu Community Enterprises Limited
Notes to the Financial Statements
for the year ended 30 June 2018

Note 13. Provisions	2018	2017
	\$	\$
Current:		
Provision for annual leave	12,475	13,240
Provision for long service leave	8,522	12,298
	<u>20,997</u>	<u>25,538</u>
Non-current:		
Provision for long service leave	<u>1,235</u>	<u>11,748</u>

Note 14. Issued capital

724,815 ordinary shares fully paid (2017: 724,815)	<u>724,815</u>	<u>724,815</u>
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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*.

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 14. Issued capital (*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 219. As at the date of this report, the company had 227 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.

Note 15. Accumulated losses	2018	2017
	\$	\$
Balance at the beginning of the financial year	(311,524)	(459,407)
Net profit from ordinary activities after income tax	62,304	147,883
Dividends provided for or paid	(28,993)	-
Balance at the end of the financial year	(278,213)	(311,524)

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 16. Statement of cash flows	2018	2017
	\$	\$
Reconciliation of profit from ordinary activities after tax to net cash provided by operating activities		
Profit from ordinary activities after income tax	62,304	147,883
Non cash items:		
- depreciation	13,574	13,574
- amortisation	17,931	17,931
Changes in assets and liabilities:		
- increase in receivables	(1,621)	(6,758)
- (increase)/decrease in other assets	23,610	(113,785)
- increase in payables	3,888	2,283
- increase/(decrease) in provisions	(15,054)	6,027
Net cash flows provided by operating activities	<u>104,632</u>	<u>67,155</u>

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	63,524	59,608
- between 12 months and 5 years	-	-
- greater than 5 years	-	-
	<u>63,524</u>	<u>59,608</u>

The Aldinga Beach lease is a non-cancellable lease with a one-year term, with rent payable monthly in advance. The lease comes due on the 31 March 2019. The lease has no extension options available.

The Willunga Customer Service Centre lease is a non-cancellable lease with a one-year term, with rent payable monthly in advance. The lease comes due on 9 April 2019. The lease has no extension options available

Note 18. Auditor's remuneration

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

- audit and review services - Accru Harris Orchard	5,950	6,000
	<u>5,950</u>	<u>6,000</u>

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 19. Director and related party disclosures

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

Ronald Leslie Logan
 Christopher Michael West
 Hazel Ann Wainwright
 Karyn Joy Thomas
 Anita Jane Bailetti
 Charles Dominic Rodney Manning
 Daniel John Roach
 Anthony Richard David Bower (*Appointed 24 October 2017*)
 Juan Edward Smith (*Appointed 20 November 2017*)

No director or related entity has entered into a material contract with the company. No director's fees have been paid as the positions are held on a voluntary basis.

Directors Shareholdings	2018	2017
Ronald Leslie Logan	10,000	10,000
Christopher Michael West	-	-
Hazel Ann Wainwright	-	-
Karyn Joy Thomas	3,000	3,000
Anita Jane Bailetti	-	-
Charles Dominic Rodney Manning	-	-
Daniel John Roach	-	-
Anthony Richard David Bower (<i>Appointed 24 October 2017</i>)	-	-
Juan Edward Smith (<i>Appointed 20 November 2017</i>)	-	-

There was no movement in directors shareholdings during the year.

Note 20. Dividends provided for or paid	2018	2017
	\$	\$
<i>a. Dividends paid during the year</i>		
Current year dividend		
Unfranked dividend - 4 cents (2017: nil) per share	<u>28,993</u>	<u>-</u>

Note 21. Key management personnel disclosures

No director of the company receives remuneration for services as a company director or committee member.

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

The board has adopted 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 **Community Bank®** branch at Aldinga Beach, South Australia. There is no requirement to own BEN 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 Limited shareholders. The total benefits received by the directors from the Directors' Privilege Package are \$nil for the year ended 30 June 2018 (2017: \$nil).

Fleurieu Community Enterprises Limited
Notes to the Financial Statements
for the year ended 30 June 2018

Note 22. Earnings per share	2018	2017
	\$	\$
(a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share	62,304	147,883
	Number	Number
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	724,815	724,815

Note 23. Events occurring after the reporting date

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

Note 24. Contingent liabilities and contingent assets

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

Note 25. Segment reporting

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

Note 26. Registered office/Principal place of business

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

Registered Office
Shop 32, Aldinga Central Shopping Centre
1 Pridham Boulevard
Aldinga Beach SA 5173

Principal Place of Business
Shop 32, Aldinga Central Shopping Centre
1 Pridham Boulevard
Aldinga Beach SA 5173

Fleurieu Community Enterprises Limited

Notes to the Financial Statements

for the year ended 30 June 2018

Note 27. Financial instruments

Financial Instrument Composition and Maturity Analysis

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

Financial instrument	Floating interest		Fixed interest rate maturing in						Non interest bearing		Weighted average	
			1 year or less		Over 1 to 5 years		Over 5 years					
	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	%	%
Financial assets												
Cash and cash equivalents	152,898	85,524	25,052	30,438	-	-	-	-	200	200	0.37	2.34
Receivables	-	-	-	-	-	-	-	-	62,306	58,963	N/A	N/A
Financial liabilities												
Payables	-	-	-	-	-	-	-	-	805	-	N/A	N/A

Net Fair Values

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

Credit Risk

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

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

Interest Rate Risk

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

Sensitivity Analysis

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

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

	2018	2017
	\$	\$
Change in profit/(loss)		
Increase in interest rate by 1%	1,780	1,160
Decrease in interest rate by 1%	(1,780)	(1,160)
Change in equity		
Increase in interest rate by 1%	1,780	1,160
Decrease in interest rate by 1%	(1,780)	(1,160)

Fleurieu Community Enterprises Limited

Directors' Declaration

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

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



Ronald Leslie Logan, Chairman

Signed on the 25th of September 2018.

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF FLEURIEU COMMUNITY ENTERPRISES LIMITED**

Opinion

We have audited the financial report of Fleurieu Community Enterprises Limited, which comprises the statement of financial position as at 30 June 2018, the statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of Fleurieu 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 2018 and of its performance for the year then ended; and
- + complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Matters Relating to the Electronic Publication of the Audited Financial Report

This auditor's report relates to the financial report of Fleurieu Community Enterprises Limited for the year ended 30 June 2018 included on its website. The Company's directors are responsible for the integrity of Fleurieu Community Enterprises Limited's website. We have not been engaged to report on the integrity of the website. The auditor's report refers only to the subject matter described above. It does not provide an opinion on any other information which may have been hyperlinked to/from these statements. If users of the financial report are concerned with the inherent risks arising from publication on a website, they are advised to refer to the hard copy of the audited financial report to confirm the information contained in this website version of the financial report.

Material Uncertainty Regarding Continuation as a Going Concern

Without qualifying our opinion we draw attention to the Company's accumulated net losses. Notwithstanding this year's profit (after income tax credit) of \$62,304, the Company has accumulated losses of \$278,213 as at 30th June 2018.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

Responsibilities of the Directors for the Financial Report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view and have determined that the basis of preparation described in Note X to the financial report is appropriate to meet the requirements of the *Corporations Act 2001* and is appropriate to meet the needs of the members. The directors' responsibility also includes such internal control as the directors determine is necessary to enable the preparation of a financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Report

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

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- + Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- + Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- + Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- + Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- + Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- + We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

ACCRU+ HARRIS ORCHARD



BEN WILLINGTON
DIRECTOR

Dulwich, 25 September 2018