

Annual Report 2024

**Picton & District Community Enterprises
Limited**

**Community Bank Picton & District
ABN 73 145 546 121**

About Community Bank Picton & Districts

Picton and Districts Community Enterprises Ltd. has entered into a franchise agreement with Bendigo and Adelaide Bank that governs the management of the Community Bank. The management by Bendigo and Adelaide includes providing the banking infrastructure, a full range of banking products, training of staff and ongoing support.

Bendigo Bank is one of Australia's oldest financial institutions, having operated since 1858.

Bendigo and Adelaide Bank and our community company share agreed portions of the profits of Community Bank Picton & Districts branch and the community company is responsible for paying the branch running costs.

When our local company begins to make a regular operating surplus from its share of the profits, after the payment of branch running costs, the remaining funds are available to be reinvested back into the community through dividends to shareholders and grants to community groups and projects.

Community Bank Report 2024 BEN Message

This past year has been particularly significant for Bendigo Bank and the Community Bank network. After five years apart, we had the opportunity to come together in person and connect in Bendigo at our National Conference in September.

It was lovely to see so many familiar faces and to meet many directors who haven't attended previously. We feel proud to support such an amazing network.

We are committed to our strategy and the qualities that make Bendigo Bank unique, by staying true to our connection with communities, our regional roots, and our position as Australia's most trusted bank.

As Bendigo Bank adapts to the evolving digital landscape and changing customer expectations, the Community Bank Network is organically evolving in response.

Over the past 12 months, we have seen Community Bank companies seek to enhance their presence within their communities more than ever.

This has been through expanding or consolidating branch sites, collaborating with local, state, and national governments to support community initiatives, or by prioritising social value alongside financial performance through Social Trader accreditation.

The anniversary of the Community Bank model, along with changing environmental factors,

provides an opportunity to reset and establish a clear pathway towards the next 25 years. Bendigo Bank's purpose, to feed into the prosperity of communities, and our willingness to ensure our purpose is relevant to the needs of communities in which we are present, is a key contributor to our commercial success.

When we utilise our combined strengths, exercise our imaginations and have the courage to commit to creating our own opportunities, we will be the partner of choice for customers and communities regardless of location or cause.

Community, regional presence, and trust are the distinctive attributes of Bendigo Bank that we have maintained and plan to uphold in the future.

While Bendigo Bank emphasises commercial success, our foundation remains in community values. Our aim is to generate mutual value by providing solutions to local challenges.

On behalf of Bendigo Bank, thank you for being a shareholder in your local Community Bank. Your contribution helps foster economic growth, creates employment opportunities, and provides essential financial services to the members of your community.

Your dedication and support is making a positive impact on your community.

Justine Minne

Head of Community Banking.

Annual Report

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Picton & District Community Enterprises Ltd.

WHAT WE WANT TO BE?

- At the forefront of people’s mind with banking and community involvement
- A profitable Community Bank and a Bank of choice
- Be invited as part of the community
- We want to be connected and engaged

WHAT IS OUR REASON FOR BEING?

To assist and strengthen our community

We Will:	By:
Support and develop the potential and growth of directors and staff	Recognising achievements, maximising skills and staff retention
Develop a cohesive marketing strategy	Extending our reach through a multi-media marketing campaign
Improve our engagement with shareholders customers and our community	increasing our presence in the community
Be an ethical, transparent and compliant organisation	Implementing good governance practices
Grow the business	Supporting the business plan.

About us...

Community Bank Picton & District Branch opened its doors in 2011.

Starting off as a small business, we have grown steadily each year. Ten years on we continue to provide local banking with quality customer service. We are proud to support our community with funds and involvement. To get this far is a real milestone and testament to the commitment and support of the Picton and district local community.

The branch contributes profits back to the community through its sponsorships & grants program found on page 16 of this Annual Report. The program assists local community groups with a wide range of projects, events and initiatives.

Shares are available to invest in our company and we have been working hard towards being able to provide a dividend for our shareholders.

We are pleased to be able to provide a great opportunity to be a part of a local business with a sustainable future. We employ local people and support our local community.

Our People...

Chair: Tristan Triffitt



Deputy Chairr / Secretary:
Evelyn Szumski



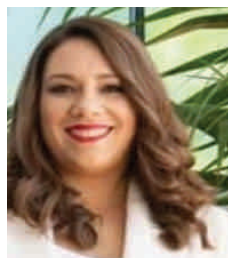
Treasurer: Leigh
Christopher



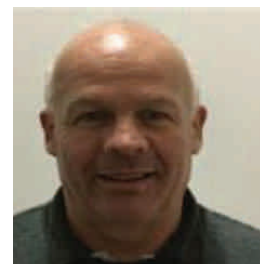
Director: Josh Muller



Director: Amanda Olic



Director: Phil Digger



Director: Fern Rice



Our Staff today...

Branch Operations

Manager:

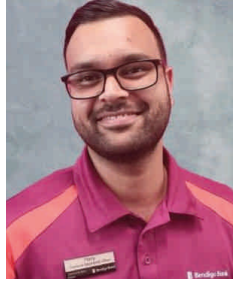
Amber O'Brien



Customer Relationship

Officer:

Harry Dhillon



Customer Service Officer:

Sade Lobendahn



Mobile Relationship

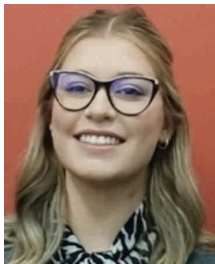
Manager:

Shaz Kumar



We'd like to thank the staff below for the wonderful work they did over the last year and to wish them well in their new endeavors.

Kyla Hall



Brendan Nasmyth



Message from the Chair...

For year ending 30 June 2024

As we look back at another year, I reflect on the progress of our vision in growing our Community Bank Picton and District branch and profitably.

We continue to rebuild our branch to be equipped to move in a positive direction with long term stability. Our new branch structure is settling in well and providing the stability we have been missing however we have again found finding the right staff challenging. Add to that it does take some time to build experience and expertise of the staff we now have.

Our Branch Manager, Amber O'Brien has been doing a fantastic job improving our visibility and has had a great impact on reconnecting with our customers and making sure they feel very appreciated. Amber has been working hard to ensure the focus is on customer retention and growth and working in line with our current mobile lender, who continues to build a very strong pipeline with results improving month on month.

This year Brendan Nasmyth and Kyla Hall leave us for other ventures. We thank them for their contributions and wish them every success in their future endeavours.

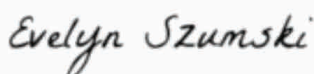
Our existing staff member Sade Lobendahn was joined by Harry Singh who holds exceptional personal and professional presentation after spending years as a chef in the hospitality sector. He is extremely friendly and kind will win over our customers.

We would like to thank all our staff , Amber, Sade, Harry and Shaz for their continued patience and support in challenging times.

Unfortunately being plagued again by staffing issues has had an impact on our profits and no dividends will be paid this financial year. Going forward we have more stability and focus on growth which is looking very promising for this financial year . We are also looking at ways to leverage our brand and reach and are considering various options. Stay tuned for what's next.

I would like to also make mention of the wonderful Board, who donate their time to help make the decisions which ensure things run effectively.

Thank you to everyone for your support during my time on the board.



Evelyn Szumski
Deputy Chairperson

Directors Report...

The directors present their report, together with the financial statements, on the company for the year ended 30 June 2024.

Directors

The following persons were directors unless otherwise stated:

Evelyn Szumski

Deputy Chairperson / Secretary

Occupation: Coach and Trainer

Qualifications, experience and expertise: Holding key management and leadership roles within the Telstra corporation for 23 years, Evelyn was regarded as the 'go to' person on a range of corporate areas including employee coaching, mentoring, employee rights, nationwide policies, procedures and rollout of systems, demonstrating the high regard held for her by the Telstra Corporation. She also specialises in coaching business owners and company CEOs. Evelyn helps business owners identify their goals, understand and formalise them and strategize the implementation of achieving these goals in simple, easy to manage steps over allocated time frames and practices brain-based coaching being an authorised YB12 coach. Qualifications include being an accredited SEI EQ Assessor, Six Seconds Certified EQ Assessor, YB12 Coach Authorisation, Neuro leadership coaching accreditation, Executive coach Master Business accelerator, Certified Leading Dimensions Profiler, Cert IV TAE, Diploma of Management, Deakin University - Team leader development program and Diploma of Business Administration.

Special responsibilities: Deputy Chairperson / Secretary and Governance Committee

Interest in shares: Nil

Josephus Huibertus Muller

Non-executive Director

Occupation: Retired

Qualifications, experience and expertise: Teaching Certificate (Wagga Wagga Teachers College 1972), Bachelor of Financial Administration (UNE 1986) and Cert IV in Human Resources 2011 Macarthur TAFE. Management Accountant and past Director of Australian Co-operatives Association and Secretary/Treasurer of Buxton Rural Fire Brigade.

Special responsibilities: Finance and Governance Committee

Interest in shares: 500

Phillip Lee Digger

Non-executive Director

Occupation: Small Business Owner

Qualifications, experience and expertise: Upholsterer, Carpet Sales and Flooring layer. Life member of Picton Rugby League Football Club. Tafe in Upholstery & Carpet Laying

Special responsibilities: Nil

Interest in shares: 2001

Leigh Christopher

Non-executive Director

Occupation: Financial Planner

Qualifications, experience and expertise: 12 years experience within the Financial Services industry, Certified Financial Planning (CFP) Bachelor of Business (Applied Finance) UWS, Advanced Diploma of Financial Planning Director | Financial Adviser at Australian Finance Hub Wealth Management Specialist in Self-Managed Super Fund set up. Assisting clients with tailored personal insurance (Income Protection) and assist with claims. Wealth accumulation and management Interests include Rugby League, golf, travelling, time with family and friends

Special responsibilities: Nil

Interest in shares: Nil

Directors (continued)

Amanda Olic

Non-executive Director (resigned 22 March 2024)

Occupation: Solicitor

Qualifications, experience and expertise: Solicitor practising since 2011 in Sydney and surrounding areas working in commercial law, criminal law, employment law, family law, injury compensation, property law and conveyancing and wills and estate law. Amanda is also actively involved in the community including as a director of a local registered club.

Special responsibilities: Nil

Interest in shares: Nil

Tristan Triffitt

Non-Executive Director (resigned 7 March 2024)

Occupation: Real Estate Agent

Qualifications, experience and expertise: Being heavily involved in Real Estate for over 18 years, Tristan Triffitt has achieved truly outstanding results. In his first year as an agent, he sold a record number of properties. He was recognised by the Real Estate Institute of NSW for award of excellence. Every year since, Tristan has been awarded with a Top Salesperson award from his peers in the industry, this is a record that few can match including currently being ranked in the top 10 regional agents nationally.

Today, Tristan is the Director & Licensee in Charge at Exclusive Estate Agents. Not only is he a fully licensed real estate agent, he's also a licensed auctioneer, licensed stock and station agent and even a qualified real estate trainer. Given all this, Tristan is able to offer superb service to clients wishing to sell their home. Buyers also benefit dealing with Tristan. His knowledge of the local market allows him to provide sound advice to buyers and he is quick to advise when new listings become available.

Special responsibilities: Chairperson and Marketing Committee

Interest in shares: Nil

Fern Carol Rice

Non-executive Director (resigned 28 August 2023)

Occupation: Virtual Assistant

Qualifications, experience and expertise: Virtual Assistant specialising in Board management and support, self-employed. Previously: B2B account manager, Business Development, Systems analysis and design, direct sales positions. Involved in local women's networking groups and has been supporting the Board with secretariat work since 2018. Other former directorships: Community Links Wellbeing, Wollondilly Women in Business.

Special responsibilities: Assistant to the Secretary

Interest in shares: Nil

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

No directors have material interest in contracts or proposed contracts with the company.

Company secretary

The company secretary is Evelyn Szumski. Evelyn was appointed to the position of secretary on 15 November 2021.

Principal activity

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

There have been no significant changes in the nature of this activity during the financial year.

Directors (continued)

Review of operations

The loss for the company after providing for income tax amounted to \$10,523 (30 June 2023: profit of \$131,130).

Operations have continued to perform in line with expectations.

Dividends

No dividends were declared or paid in the current financial year.

Significant changes in the state of affairs

On 1 July 2023, Bendigo Bank updated the Funds Transfer Pricing (FTP) base rate on certain deposits which has reduced the income earned on these products.

There were no other significant changes in the state of affairs of the company during the financial year.

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the company's operations, the results of those operations, or the company's state of affairs in future financial years.

Likely developments

No matter, circumstance or likely development in operations has arisen during or since the end of the financial year that has significantly affected or may significantly affect the operations of the company, the results of those operations or the state of affairs of the company.

Environmental regulation

The company is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Meetings of directors

The number of directors meetings (including meetings of committees of director) attended by each of the directors of the company during the financial year were:

	Board Meetings Attended	
	A	B
Evelyn Szumski	11	11
Josephus Huibertus Muller	11	10
Philip Lee Digger	11	7
Leigh Christopher	11	3
Amanda Olic	7	2
Tristan Triffitt	7	5
Fern Carol Rice	2	2

A – eligible to attend
B – number attended

Eligible: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

Directors (continued)

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.

Directors' interests

The interest in company shareholdings for each director are:

	Balance at the start of the year	Changes	Balance at the end of the year
Evelyn Szumski	-	-	-
Josephus Huibertus Muller	500	-	500
Phillip Lee Digger	2,001	-	2,001
Leigh Christopher	-	-	-
Amanda Olic	-	-	-
Tristan Triffitt	-	-	-
Fern Carol Rice	-	-	-

Shares under option

There were no unissued ordinary shares of the company under option outstanding at the date of this report.

Shares issued on the exercise of options

There were no ordinary shares of the company issued on the exercise of options during the year ended 30 June 2024 and up to the date of this report.

Indemnity and insurance of directors and officers

The company has indemnified all directors and management in respect of liabilities to other persons (other than the company or related body corporate) that may arise from their position as directors or management 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.

Directors (continued)

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*.

Indemnity and insurance of auditor

The company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

Non-audit services

The company may decide to employ the auditor on assignments additional to their statutory duties where the auditor's expertise and experience with the company are important. Details of the amounts paid or payable to the auditor (Andrew Frewin Stewart) for audit and non-audit services provided during the year are set out in note 23 to the accounts.

The board has considered the non-audit services provided during the year by the auditor and is satisfied that the provision of the non-audit services is compatible with, and did not compromise, the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

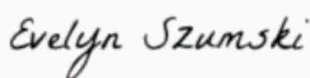
- all non-audit services have been reviewed by the board to ensure they do not impact on the impartiality, integrity and objectivity of the auditor
- the non-audit services provided do not undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants, as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision making capacity for the company, acting as an advocate for the company or jointly sharing risks and rewards.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out immediately after this directors' report.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the *Corporations Act 2001*.

On behalf of the directors



Evelyn Szumski
Deputy Chairperson

16 September 2024

Auditor's independence declaration



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

Independent auditor's independence declaration under section 307C of the *Corporations Act 2001* to the Directors of Picton & District Community Enterprises Limited

As lead auditor for the audit of Picton & District Community Enterprises Limited for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been:

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

A handwritten signature in black ink, appearing to read 'Andrew Frewin Stewart', written in a cursive style.

Andrew Frewin Stewart
61 Bull Street, Bendigo, Vic, 3550
Dated: 16 September 2024

A handwritten signature in black ink, appearing to read 'Joshua Griffin', written in a cursive style.

Joshua Griffin
Lead Auditor



Our Bank Branch – Strategic Plan and Structure

We have been working hard again this year on our strategic plan and refining the new structure for the business. We have also continued to implement our sound market research, promoted Bendigo Bank's products, and got the brand out there - all within a well-considered budget.

Our strategy to use several ways to get the word out about our business without it "breaking the bank" continues and following are some of the initiatives that have been implemented:

- Using our Cabanas to have a physical presence in the Community
- Taking advantage of the Community Bank marketing initiatives and templates
- Designing and promoting our social media presence
- Collaborating with other key community players
- Offering our services and product as a competition prizes
- Promoting referral marketing with the help of our Branch Manger
- Getting our name out there through radio and the print media

Proud to sponsor our Community & Events!

In the spirit of community engagement and support, Community Bank Picton & District proudly highlights its active involvement in various sponsorships throughout the 2023-2024 financial year. As dedicated stewards of our community, the Board of Directors is delighted to have been sponsors for a wide range of clubs and events, contributing to the vibrant spirit of our locality.

Thirlmere Festival of Steam

FESTIVAL SPONSORS
Thank you to all our sponsors

MEDIA SPONSORS
VISIT *Wollondilly* **C91.3**

STREET PARADE SPONSOR Western Sydney Airport	HUFF N' PUFF SPONSOR SIMEC TAHMOOR COKING COAL	ENTERTAINMENT SPONSOR Bendigo Bank
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GENERAL SPONSORS
BINGARA GORGE METRO | Wests | Leaping Learners EARLY EDUCATION CENTRE

FRIENDS OF THE FESTIVAL
mac | AGNES CHALKER CULTURAL AWARD



Sponsoring the Picton Chamber of Commerce Golf Day

PICTON
CHAMBER OF
COMMERCE
AND INDUSTRY INC



Proud to sponsor our Community & Events!

BLOOM - Wollondilly Garden Expo



Christmas in the Gardens



The Oaks Chamber of Commerce - Light up the Oaks



Proud to sponsor our Community & Events!

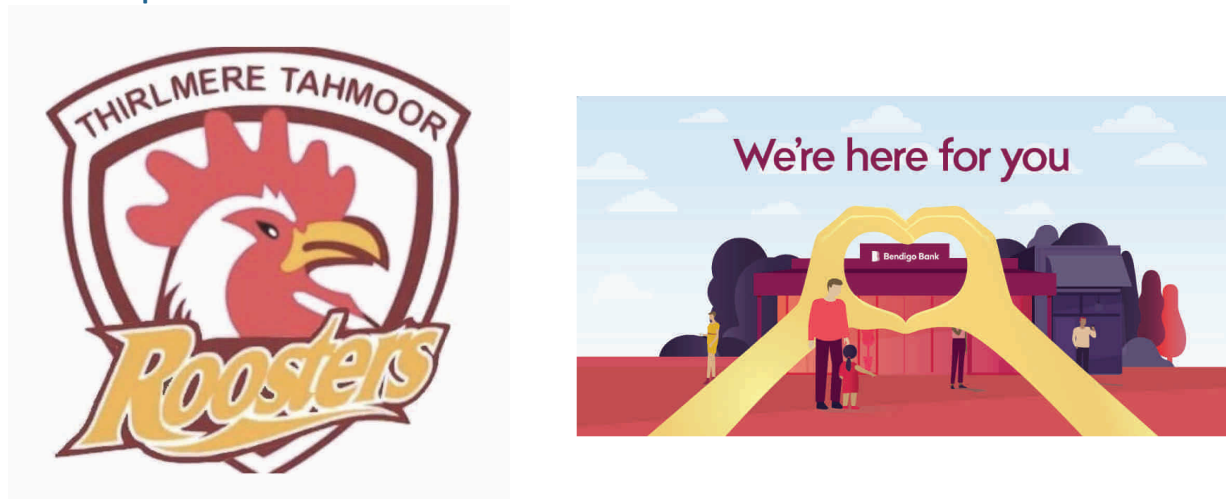
Illuminate Wollondilly



Blue Wren Women's Shelter Gala Evening



Proud Sponsors - Thirlmere Tahmoor Roosters



Divident Payment History

Dividend to shareholders			
Financial Year	Amount Per Share	Franking Level*	Date Paid
2023/2024	No dividend paid		
2022/2023	No dividend paid		
2021/2022	0.05	Unfranked	29 June 2022
2020/2021	0.05	Unfranked	25 March 2021
2019/2020	0.05	Unfranked	25 March 2020

Trading Shares in Picton & District Community Enterprises Ltd.

Community Bank Picton & District Branch of Bendigo Bank is operated by Picton & District Community Enterprises Limited.

Picton & District Community Enterprises Limited also operates a Special Market called a Low Volume Market (LVM), to facilitate the trading of its shares.

The AFS share registry team provide a comprehensive share register management service for Picton & District Community Enterprises Limited and offer a secure online platform to manage the share registers allowing real time access to registry information by board members and shareholders.

In 2021-22 financial year AFS took over the management of the LVM for Picton & District Community Enterprises Limited. Further information can be found at the following web link.

<https://www.afsbendigo.com.au/share-registry/>

There are no recent share trades for Picton & District Community Enterprises Limited. In order to buy or sell shares in Picton & District Community Enterprises Limited you must first register your interest formally.

The following web link will enable you register online or download the appropriate forms to complete any transactions in the LVM.

<https://www.bendigobank.com.au/branch/nsw/community-bank-picton-district/lvm-shares/>

If a registered buyer and seller agree to trade shares, the buyer must first seek approval from the Company's Board by completing the Share Purchase Form and sending to AFS.

Once approved, the registered buyer and seller must complete the Security Transfer Form and send it to AFS.

Stamp Duty may also be payable and it is wise to check with the State Revenue Office for details. If Stamp Duty applies, the buyer must comply with State Revenue Office regulations prior to submitting the Security Transfer Form to AFS.

All LVM interest and transactions should be posted to:

Share Registry Team, AFS & Associates Pty Ltd
Picton & District Community Enterprises Limited
PO Box 454 Bendigo VIC 3552
shareregistry@afsbendigo.com.au

A full list of the interested traders as at 30 June 2024 (including number of shares and desired trading price) is provided as follows:

Buyers

Parcel	Min Sale Price (Per Share)	ID	Interest Lodged
500	\$ 0.80	25	04/05/2021

Sellers

Parcel	Min Sale Price (Per Share)	ID	Interest Lodged
2,000	\$ 1.00	31	30/05/2023
10,000	\$ 1.00	30	29/05/2023
1,000	\$ 1.00	26	09/01/2024
4,401	\$ 1.00	33	06/06/2024
700	\$ 1.00	34	06/06/2024
20,000	\$ 0.95	32	27/06/2024

Special Market Condition Notices - Low Volume Market (LVM)

Picton & District Community Enterprises Limited does not hold a license to operate a financial market and is not subject to market obligations, in particular the obligation to ensure that the market is fair, transparent and orderly.

The market is covered by an exemption under section 791C of the Corporations Act. Picton & District Community Enterprises Limited does not provide a settlement service for trading in the market – it is the responsibility of the parties to a transaction to arrange payment between themselves.

Shares in Picton & District Community Enterprises Limited have characteristics that may differ from mainstream securities.

Special characteristics of Community Bank companies

- ‘One shareholder one vote’ constitutions rather than ‘one share one vote’.
- Shareholder limit of 10% of issued capital for individuals and related entities.
- There is a limit on profits that can be distributed to shareholders, including through dividends. By way of overview, the limit is the higher of: (a) 20% of the profits of the Company otherwise available for distribution to shareholders in the financial year, and (b) the relevant rate of return (being the weighted average interest rate on 90 day bank bills over the 12 month period plus 5%) multiplied by the average level of share capital over the 12 month period.
- Persons who do not possess a “close connection” with the community served by Picton & District Community Enterprises Limited can be prohibited from acquiring shares in the Company.
- Share transfers which result in the number of shareholders in Picton & District Community Enterprises Limited falling below a fixed “Base Number” will be prohibited.
- These restrictions are intended to embed the community nature of Picton & District Community Enterprises Limited.
- Directors of Picton & District Community Enterprises Limited have the right to refuse to register any transfer of shares in their unlimited discretion.
- Full details of the restrictions on holding shares and Directors’ powers to refuse to register a transfer of shares are set out in the Company’s constitution. A copy of the constitution is available on request from the Company Secretary
- Stamp duty may apply in your State/Territory. Please refer to the State Revenue Office in your State for details.

Investor relations...

Shareholders - Contact Us

Company Details:

Picton & District Community Enterprises Ltd
ABN - 73 145 546 12
PO Box 660
Picton NSW 2571

Shop T20 Picton Mall,
9-13 Margaret St Picton NSW 2571

Secretary Details:

Evelyn Szumski
c/- PO Box 660 PICTON NSW 2571
Phone: 0428553900

Share Registry and LVM management Details:

AFS & Associates Pty Ltd
61-65 Bull Street
Bendigo VIC 3550

Postal Address
PO Box 454
Bendigo VIC 3552

Phone: 03 5443 0344
Fax: 03 5443 5304

Email: shareregistry@afsbendigo.com.au

Web: www.afsbendigo.com.au

Picton & District Community Enterprises Limited

ABN: 73 145 546 121

Financial Report

For the year ended

30 June 2024

The directors present the financial statements of the company for the financial year ended 30 June 2024.

Picton & District Community Enterprises Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2024

Revenue from contracts with customers	7	695,417	799,724
Other revenue		163	22,548
Finance revenue		11,285	2,277
Total revenue		706,865	824,549
Employee benefits expense	8	(506,009)	(408,674)
Advertising and marketing costs		(1,902)	(2,151)
Occupancy and associated costs		(25,169)	(17,935)
System costs		(16,238)	(15,300)
Depreciation and amortisation expense	8	(65,610)	(62,087)
Finance costs		(6,602)	(8,503)
General administration expenses		(81,713)	(80,921)
Total expenses before community contributions and income tax		(703,243)	(595,571)
Profit before community contributions and income tax		3,622	228,978
Charitable donations and sponsorships expense		(18,977)	(54,012)
Profit/(loss) before income tax		(15,355)	174,966
Income tax (expense)/benefit	9	4,832	(43,836)
Profit/(loss) after income tax for the year		(10,523)	131,130
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		(10,523)	131,130
		Cents	Cents
Basic earnings per share	25	(1.19)	14.83
Diluted earnings per share	25	(1.19)	14.83

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

Picton & District Community Enterprises Limited
Statement of financial position
For the year ended 30 June 2024

Assets

Current assets

Cash and cash equivalents	10	337,968	357,438
Trade and other receivables	11	69,409	70,132
Investments	12	156,497	152,727
Current tax assets	9	15,831	-
Total current assets		<u>579,705</u>	<u>580,297</u>

Non-current assets

Property, plant and equipment	13	35,043	49,342
Right-of-use assets	14	78,516	100,319
Intangible assets	15	29,536	42,663
Deferred tax assets	9	39,113	34,282
Total non-current assets		<u>182,208</u>	<u>226,606</u>

Total assets

761,913 806,903

Liabilities

Current liabilities

Trade and other payables	16	73,063	56,436
Lease liabilities	17	49,901	45,359
Employee benefits		23,217	19,852
Total current liabilities		<u>146,181</u>	<u>121,647</u>

Non-current liabilities

Trade and other payables	16	15,085	30,170
Lease liabilities	17	43,377	89,144
Employee benefits		1,459	939
Provisions		27,324	25,993
Total non-current liabilities		<u>87,245</u>	<u>146,246</u>

Total liabilities

233,426 267,893

Net assets

528,487 539,010

Equity

Issued capital	18	848,252	848,252
Accumulated losses		<u>(319,765)</u>	<u>(309,242)</u>

Total equity

528,487 539,010

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

Picton & District Community Enterprises Limited
Statement of changes in equity
For the year ended 30 June 2024

Balance at 1 July 2022	▼ <u>848,252</u>	▼ <u>(440,372)</u>	▼ <u>407,880</u>
Profit after income tax expense	-	131,130	131,130
Other comprehensive income, net of tax	-	-	-
Total comprehensive income	<u>-</u>	<u>131,130</u>	<u>131,130</u>
Balance at 30 June 2023	<u><u>848,252</u></u>	<u><u>(309,242)</u></u>	<u><u>539,010</u></u>
Balance at 1 July 2023	<u>848,252</u>	<u>(309,242)</u>	<u>539,010</u>
Loss after income tax expense	-	(10,523)	(10,523)
Other comprehensive income, net of tax	-	-	-
Total comprehensive income	<u>-</u>	<u>(10,523)</u>	<u>(10,523)</u>
Balance at 30 June 2024	<u><u>848,252</u></u>	<u><u>(319,765)</u></u>	<u><u>528,487</u></u>

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

Picton & District Community Enterprises Limited
Statement of cash flows
For the year ended 30 June 2024

Cash flows from operating activities

Receipts from customers (inclusive of GST)	769,437	896,330
Payments to suppliers and employees (inclusive of GST)	(714,155)	(651,193)
Interest received	7,546	2,277
Interest and other finance costs paid	(7)	-
Income taxes paid	(7,650)	-
Net cash provided by operating activities	24 55,171	247,414

Cash flows from investing activities

Redemption of/(investment in) term deposits	(3,770)	(1,032)
Payments for property, plant and equipment	(908)	-
Payments for intangible assets	(13,714)	(27,427)
Net cash used in investing activities	(18,392)	(28,459)

Cash flows from financing activities

Interest and other finance costs paid	(5,343)	(7,290)
Repayment of lease liabilities	(50,906)	(35,637)
Net cash used in financing activities	(56,249)	(42,927)

Net increase/(decrease) in cash and cash equivalents	(19,470)	176,028
Cash and cash equivalents at the beginning of the financial year	357,438	181,410
Cash and cash equivalents at the end of the financial year	10 <u>337,968</u>	<u>357,438</u>

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

Picton & District Community Enterprises Limited

Notes to the financial statements

For the year ended 30 June 2024

The financial statements cover Picton & District Community Enterprises Limited (the company) as an individual entity, which is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

The company is an unlisted public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is Shop T20 Picton Mall, 9 Margaret Street, Picton NSW 2571.

A description of the nature of the company's operations and its principal activity is included in the directors' report, which is not part of the financial statements.

Note 2. Basis of preparation and statement of compliance

The financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards and Interpretations adopted by the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001*. The financial statements comply with International Financial Reporting Standards (IFRS) adopted by the International Accounting Standards Board (IASB). The financial statements have been prepared on an accrual and historical cost basis and are presented in Australian dollars, which is the company's functional and presentation currency.

The directors have a reasonable expectation that the company has adequate resources to pay its debts as and when they fall due for the foreseeable future. For these reasons, the directors continue to adopt the going concern basis of accounting in preparing the annual financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 16 September 2024. The directors have the power to amend and reissue the financial statements.

Note 3. Material accounting policy information

The accounting policies that are material to the company are set out either in the respective notes or below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

Adoption of new and revised accounting standards

The company has adopted all of the new or amended Accounting Standards and Interpretations issued by the AASB that are mandatory for the current financial year. A description of the impact of new or amended Accounting Standards and Interpretations that have had a material impact on the company during the current financial year is outlined below:

AASB 2021-2 Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates is mandatory for annual reporting periods beginning on or after 1 January 2023 and was adopted by the company in the preparation of the 30 June 2024 financial statements.

AASB 2021-2 includes amendments to AASB 101 *Presentation of Financial Statements*, requiring the company to disclose material accounting policy information in its financial statements rather than significant accounting policies which was required in previous financial years. Accounting policy information is material if it, when considered with other information, could reasonably be expected to influence decisions of primary users based on the financial statements.

Adoption of AASB 2021-2 has had no impact on the numerical information disclosed in the company's financial statements. Rather, adoption has required the company to remove significant accounting policy information from the notes to the financial statements that is not considered material.

Accounting standards issued but not yet effective

An assessment of accounting standards and interpretations issued by the AASB that are not yet mandatorily applicable to the company has been performed. No new or amended Accounting Standards or Interpretations that are not mandatory have been early adopted, nor are they expected to have a material impact on the company in future financial years.

Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

Picton & District Community Enterprises Limited

Notes to the financial statements

For the year ended 30 June 2024

Impairment of non-financial assets

At each reporting date, the company reviews the carrying amounts of its tangible assets and intangible assets to determine whether there is any indication 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 any impairment loss.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Note 4. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires the directors to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. The directors continually evaluate their judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses.

The directors base their judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events that it believes to be reasonable under the circumstances. Differences between the accounting judgements and estimates and actual results and outcomes are accounted for in future reporting periods. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Judgements

Timing of revenue recognition associated with trail commission

The company receives trailing commission from Bendigo Bank for products and services sold. Ongoing trailing commission payments are recognised on a monthly basis when earned as there is insufficient detail readily available to estimate the most likely amount of revenue without a high probability of significant reversal in a subsequent reporting period. The receipt of ongoing trailing commission revenue is outside the control of the company.

Allowance for expected credit losses on trade and other receivables

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates.

The company has not recognised an allowance for expected credit losses in relation to trade and other receivables for the following reasons:

- The company's trade receivables are limited to the monthly profit share distribution from Bendigo Bank, which is received 10 business days post month end.
- The credit risk (i.e. the risk that a customer will not make repayments) is for Bendigo Bank 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. The directors are not aware of any such non-compliance at balance date.
- The company has reviewed credit ratings provided by Standard & Poors, Moody's and Fitch Ratings to determine the level of credit exposure to the company.
- The company has not experienced any instances of default in relation to receivables owed to the company from Bendigo Bank.

Impairment of non-financial assets

The company assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 4. Critical accounting judgements, estimates and assumptions (continued)

Recovery of deferred tax assets

Deferred tax assets are recognised for deductible temporary differences only if the company considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Lease term

The lease term is a significant component in the measurement of both the right-of-use asset and lease liability. Judgement is exercised in determining whether there is reasonable certainty that an option to extend the lease will be exercised, or an option to terminate the lease will not be exercised, when ascertaining the periods to be included in the lease term.

In determining the lease term, all facts and circumstances that create an economical incentive to exercise an extension option, or not to exercise a termination option, are considered at the lease commencement date. Factors considered may include the importance of the asset to the company's operations, comparison of terms and conditions to prevailing market rates, incurrence of significant penalties, existence of significant leasehold improvements and the costs and disruption to replace the asset. The company reassesses whether it is reasonably certain to exercise an extension option, or not exercise a termination option, if there is a significant event or significant change in circumstances.

The company includes extension options applicable to the lease of branch premises in its calculations of both the right-of-use asset and lease liability except where the company is reasonably certain it will not exercise the extension option. This is due to the significant disruption of relocating premises and the loss on disposal of leasehold improvements fitted out in the leased premises.

Estimates and assumptions

Estimation of useful lives of assets

The company determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives or assets that have been abandoned or sold will be written off or written down.

Incremental borrowing rate

Where the interest rate implicit in a lease cannot be readily determined, which is generally the case for the company's lease agreements, an incremental borrowing rate is estimated to discount future lease payments to measure the present value of the lease liability at the lease commencement date. This rate is based on what the company estimates it would have to pay a third party to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset, with similar terms, security and economic environment.

The company uses historical employee attrition rates in determining the probability of an employee, at a given date, achieving continuous employment eligible for entitlement in accordance with long service leave legislation.

In the absence of sufficient historical employee attrition rates, the company applies a benchmark probability rate from across the Community Bank network to factor in estimating the probability of an employee, at a given date, achieving continuous employment eligible for entitlement in accordance with legislation.

Note 5. 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 income under the franchise agreement with Bendigo Bank. The directors have no reason to believe a new franchise arrangement under mutually acceptable terms will not be forthcoming following expiry in October 2026.

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

Picton & District Community Enterprises Limited

Notes to the financial statements

For the year ended 30 June 2024

Note 5. Economic dependency (continued)

All deposits are made with Bendigo Bank, and all personal and investment products are products of Bendigo Bank, 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 Bank, must be approved by Bendigo Bank. All credit transactions are made with Bendigo Bank, and all credit products are products of Bendigo Bank.

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 Bendigo Bank 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 Bank provides significant assistance in establishing and maintaining the Community Bank 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:

- the design, layout and fit out of the Community Bank premises
- 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
- providing payroll services.

Note 6. Change to comparative figures

Classification of term deposits

During the year the directors reviewed the requirements of AASB 107 *Statement of Cash Flows* and noted term deposits normally qualify as a cash and cash equivalent only when they have initial investment periods of three months or less. In previous financial years the company classified all term deposits as cash and cash equivalents in the preparation of the even if they had initial investment periods greater than three months.

In the preparation of the financial statements for the current financial year, the directors updated its accounting policy to align to the requirements of AASB 107, restating comparatives figures to reclassify term deposits with initial investment periods greater than three months as current investments instead of cash and cash equivalents in the Statement of financial position.

The change in classification had the following impacts on comparative figures:

- Cash and cash equivalents decreased and investments increased by \$152,727 at 30 June 2023 as reported in the Statement of financial position.
- Opening and closing cash balances were reduced to exclude term deposits with initial investment periods greater than three months as reported in the Statement of cash flows.
- Investments in and redemptions of term deposits with initial investment periods greater than three months are now classified within investment activities as reported in the Statement of cash flows.

The change in classification had no impact on the company's net profit or net asset position.

Calculation of right-of-use asset cost and accumulated depreciation

On adoption of AASB 16 *Leases* on 1 July 2019, the company previously recognised the right-of-use asset cost and accumulated depreciation on a gross basis from the commencement of the lease as if AASB 16 had always been applied by the company.

During the financial year the company recorded a change in accounting policy, whereby it elected to recognise the right-of-use asset net of accumulated depreciation on initial adoption of AASB 16. The change in accounting policy had no impact on the company's net profit or net asset position, however it did reduce the company's right-of-use asset cost and accumulated depreciation at 30 June 2023 by \$209,904.

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 7. Revenue from contracts with customers

	2024	2023
	\$	\$
Margin income	644,495	748,926
Fee income	30,617	25,869
Commission income	20,305	24,929
	695,417	799,724
	695,417	799,724

Accounting policy for revenue from contracts with customers

The company has entered into a franchise agreement with Bendigo Bank. The company delivers banking and financial services of Bendigo Bank to its community. The franchise agreement provides for a share of interest, fee, and commission revenue earned by the company. Interest margin share is based on a funds transfer pricing methodology which recognises that income is derived from deposits held, and that loans granted incur a funding cost. Fees are based on the company's current fee schedule and commissions are based on the agreements in place. All margin revenue is recorded as non-interest income when the company's right to receive the payment is established.

The company acts as an agent under the franchise agreement and revenue arises from the rendering of services through its franchise agreement.

Revenue is recognised on an accruals basis, at the fair value of consideration specified in the franchise agreement, as follows:

<u>Revenue stream</u>	<u>Includes</u>	<u>Performance obligation</u>	<u>Timing of recognition</u>
Franchise agreement profit share	Margin, commission, and fee income	When the company satisfies its obligation to arrange for the services to be provided to the customer by the supplier (Bendigo Bank as franchisor).	On completion of the provision of the relevant service. Revenue is accrued monthly and paid within 10 business days after the end of each month.

All revenue is stated net of the amount of GST. There was no revenue from contracts with customers recognised over time during the financial year.

Revenue calculation

The franchise agreement provides that three forms of revenue may be earned by the company which are margin, commission and fee income. Bendigo Bank 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, interest rates and funds transfer pricing and other factors, such as economic and local conditions.

Margin income

Margin income on core banking products 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 Bank for a deposit
minus:	any costs of funds i.e. interest applied by Bendigo Bank to fund a loan.

The company is entitled to a share of the margin earned by Bendigo Bank. If this reflects a loss, the company incurs a share of that loss.

Commission income

Commission income is generated from the sale of products and services. This commission is recognised at a point in time which reflects when the company has fulfilled its performance obligation. Refer to note 4 for further information regarding key judgements applied by the directors in relation to the timing of revenue recognition from trail commission.

Fee income

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

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 7. Revenue from contracts with customers (continued)

Core banking products

Bendigo Bank has identified some 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.

Ability to change financial return

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

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

Note 8. Expenses

Employee benefits expense

	2024	2023
	\$	\$
Wages and salaries	435,516	348,809
Superannuation contributions	45,740	35,581
Expenses related to long service leave	520	784
Other expenses	24,233	23,500
	506,009	408,674
	506,009	408,674

Depreciation and amortisation expense

	2024	2023
	\$	\$
<i>Depreciation of non-current assets</i>		
Leasehold improvements	13,191	13,289
Plant and equipment	2,016	2,265
	15,207	15,554
<i>Depreciation of right-of-use assets</i>		
Leased land and buildings	37,276	33,406
<i>Amortisation of intangible assets</i>		
Franchise fee	2,188	2,188
Franchise renewal fee	10,939	10,939
	13,127	13,127
	65,610	62,087

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 9. Income tax

	2024	2023
	\$	\$
<i>Income tax expense/(benefit)</i>		
Movement in deferred tax	1,428	(5,207)
Future income tax benefit attributable to losses	(5,267)	-
Recoupment of prior year tax losses	-	49,043
Under/over adjustment	(993)	-
	<u>(4,832)</u>	<u>43,836</u>
<i>Prima facie income tax reconciliation</i>		
Profit/(loss) before income tax	(15,355)	174,966
Tax at the statutory tax rate of 25%	(3,839)	43,742
Tax effect of:		
Non-deductible expenses	-	94
Under/over adjustment	(993)	-
	<u>(4,832)</u>	<u>43,836</u>
Income tax expense/(benefit)	<u>(4,832)</u>	<u>43,836</u>
	2024	2023
	\$	\$
<i>Deferred tax assets/(liabilities)</i>		
Tax losses	16,802	10,543
Property, plant and equipment	5,455	2,447
Employee benefits	6,169	5,198
Lease liabilities	23,320	33,626
Provision for lease make good	6,831	6,498
Accrued expenses	1,100	1,050
Income accruals	(935)	-
Right-of-use assets	(19,629)	(25,080)
	<u>39,113</u>	<u>34,282</u>
Deferred tax asset	<u>39,113</u>	<u>34,282</u>
	2024	2023
	\$	\$
Income tax refund due	<u>15,831</u>	<u>-</u>

Accounting policy for current tax

Current tax assets and liabilities are measured at amounts expected to be recovered from or paid to the taxation authorities. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Accounting policy for deferred tax

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Note 10. Cash and cash equivalents

	2024	2023
	\$	\$
Cash at bank and on hand	<u>337,968</u>	<u>357,438</u>

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 11. Trade and other receivables

	2024	2023
	\$	\$
Trade receivables	60,594	64,909
Other receivables and accruals	3,864	125
Prepayments	4,951	5,098
	8,815	5,223
	69,409	70,132

Accounting policy for trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. The company's trade receivables are limited to the monthly profit share distribution from Bendigo Bank, which is received 10 business days post month end.

Note 12. Investments

	2024	2023
	\$	\$
<i>Current assets</i>		
Term deposits	156,497	152,727
	156,497	152,727

Note 13. Property, plant and equipment

	2024	2023
	\$	\$
Leasehold improvements - at cost	116,688	116,688
Less: Accumulated depreciation	(88,974)	(75,783)
	27,714	40,905
Plant and equipment - at cost	71,374	70,466
Less: Accumulated depreciation	(64,045)	(62,029)
	7,329	8,437
	35,043	49,342

Reconciliations of the carrying values at the beginning and end of the current and previous financial year are set out below:

	Leasehold improvements \$	Plant and equipment \$	Total \$
Balance at 1 July 2022	54,194	10,702	64,896
Depreciation	(13,289)	(2,265)	(15,554)
Balance at 30 June 2023	40,905	8,437	49,342
Additions	-	908	908
Depreciation	(13,191)	(2,016)	(15,207)
Balance at 30 June 2024	27,714	7,329	35,043

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 13. Property, plant and equipment (continued)

Accounting policy for property, plant and equipment

Property, plant and equipment are measured at cost or fair value as applicable, less accumulated depreciation and accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a diminishing value and straight-line basis to write off the net cost of each item of property, plant and equipment over their expected useful lives as follows:

Leasehold improvements	5 to 7 years
Plant and equipment	3 to 6 years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the company. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Note 14. Right-of-use assets

	2024	2023
	\$	\$
Land and buildings - right-of-use	241,070	225,597
Less: Accumulated depreciation	<u>(162,554)</u>	<u>(125,278)</u>
	<u><u>78,516</u></u>	<u><u>100,319</u></u>

Reconciliations of the carrying values at the beginning and end of the current and previous financial year are set out below:

	Land and buildings \$
Balance at 1 July 2022	133,725
Depreciation expense	<u>(33,406)</u>
Balance at 30 June 2023	100,319
Remeasurement adjustments	15,473
Depreciation expense	<u>(37,276)</u>
Balance at 30 June 2024	<u><u>78,516</u></u>

Accounting policy for right-of-use assets

Right-of-use assets are initially measured at cost, which comprises the initial amount of the lease liability adjusted for costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease. Right-of-use assets are subject to impairment and are adjusted for any remeasurement of lease liabilities.

Refer to note 17 for more information on lease arrangements.

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 15. Intangible assets

	2024	2023
	\$	\$
Franchise fee	32,131	32,131
Less: Accumulated amortisation	<u>(27,209)</u>	<u>(25,021)</u>
	<u>4,922</u>	<u>7,110</u>
Franchise renewal fee	110,657	110,657
Less: Accumulated amortisation	<u>(86,043)</u>	<u>(75,104)</u>
	<u>24,614</u>	<u>35,553</u>
	<u><u>29,536</u></u>	<u><u>42,663</u></u>

Reconciliations of the carrying values at the beginning and end of the current and previous financial year are set out below:

	Franchise fee	Franchise renewal fee	Total
	\$	\$	\$
Balance at 1 July 2022	9,298	46,492	55,790
Amortisation expense	<u>(2,188)</u>	<u>(10,939)</u>	<u>(13,127)</u>
Balance at 30 June 2023	7,110	35,553	42,663
Amortisation expense	<u>(2,188)</u>	<u>(10,939)</u>	<u>(13,127)</u>
Balance at 30 June 2024	<u><u>4,922</u></u>	<u><u>24,614</u></u>	<u><u>29,536</u></u>

Accounting policy for intangible assets

Intangible assets of the company relate to the franchise fees paid to Bendigo Bank which conveys the right to operate the Community Bank franchise.

Intangible assets are measured on initial recognition at cost. Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

The franchise fees paid by the company are amortised over their useful life and assessed for impairment whenever impairment indicators are present.

The estimated useful life and amortisation method for the current and comparative periods are as follows:

<u>Asset class</u>	<u>Method</u>	<u>Useful life</u>	<u>Expiry/renewal date</u>
Franchise fee	Straight-line	Over the franchise term (5 years)	October 2026
Franchise renewal fee	Straight-line	Over the franchise term (5 years)	October 2026

Amortisation methods, useful life, and residual values are reviewed and adjusted, if appropriate, at each reporting date.

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 16. Trade and other payables

	2024	2023
	\$	\$
<i>Current liabilities</i>		
Trade payables	3,030	176
Other payables and accruals	70,033	56,260
	<u>73,063</u>	<u>56,436</u>
<i>Non-current liabilities</i>		
Other payables and accruals	15,085	30,170
	<u>15,085</u>	<u>30,170</u>
	2024	2023
	\$	\$
<i>Financial liabilities at amortised cost classified as trade and other payables</i>		
Total trade and other payables	88,148	86,606
less other payables and accruals (net GST payable to the ATO)	(13,351)	(14,521)
	<u>74,797</u>	<u>72,085</u>

Note 17. Lease liabilities

	2024	2023
	\$	\$
<i>Current liabilities</i>		
Land and buildings lease liabilities	49,901	45,359
	<u>49,901</u>	<u>45,359</u>
<i>Non-current liabilities</i>		
Land and buildings lease liabilities	43,377	89,144
	<u>43,377</u>	<u>89,144</u>
<i>Reconciliation of lease liabilities</i>		
	2024	2023
	\$	\$
Opening balance	134,503	170,140
Remeasurement adjustments	9,681	-
Lease interest expense	5,343	7,290
Lease payments - total cash outflow	(56,249)	(42,927)
	<u>93,278</u>	<u>134,503</u>

Accounting policy for lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially measured at the present value of the lease payments to be made over the term of the lease, including renewal options if the company is reasonably certain to exercise such options, discounted using the company's incremental borrowing rate.

The company has applied the following accounting policy choices in relation to lease liabilities:

- The company has elected not to separate lease and non-lease components when calculating the lease liability for property leases.
- The company has elected not to recognise right-of-use assets and lease liabilities for short-term leases and low-value assets, which include the company's lease of information technology equipment. The company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 17. Lease liabilities (continued)

The company's lease portfolio includes:

Lease	Discount rate	Non-cancellable term	Renewal options available	Reasonably certain to exercise options	Lease term end date used in calculations
Picton branch	4.79%	5 years	N/A	N/A	June 2026

Note 18. Issued capital

	2024 Shares	2023 Shares	2024 \$	2023 \$
Ordinary shares - fully paid	884,509	884,509	884,509	884,509
Less: Equity raising costs	-	-	(36,257)	(36,257)
	<u>884,509</u>	<u>884,509</u>	<u>848,252</u>	<u>848,252</u>

Accounting policy for issued capital

Ordinary shares are recognised at the fair value of the consideration received by the company being \$1 per share. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

Rights attached to issued capital

Ordinary shares

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.

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 Bank 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).

Transfer

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

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

Prohibited shareholding interest

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

Picton & District Community Enterprises Limited

Notes to the financial statements

For the year ended 30 June 2024

Note 18. Issued capital (continued)

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 192. As at the date of this report, the company had 210 shareholders (2023: 209 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 their associates) has a prohibited shareholding interest in 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 19. Capital management

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

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:

- 20% of the profit or funds of the company otherwise available for distribution to shareholders in that 12 month period; and
- subject to the availability of distributable profits, the relevant rate of return multiplied by the average level of share capital of the company 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 financial year 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.

Note 20. Financial risk management

Financial risk management objectives

The company's financial instruments include trade receivables and payables, cash and cash equivalents, investments and lease liabilities. The company does not have any derivatives.

The directors are responsible for monitoring and managing the financial risk exposure of the company, to which end it monitors the financial risk management policies and exposures and approves financial transactions within the scope of its authority.

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 20. Financial risk management (continued)

The directors have identified that the only significant financial risk exposures of the consolidated entity are liquidity and market (price) risk. Other financial risks are not significant to the company due to the following factors:

- The company has no foreign exchange risk as all of its account balances and transactions are in Australian Dollars.
- The company's franchise agreement limits the company's credit exposure to one financial institution, being Bendigo Bank. The company monitors credit worthiness through review of credit ratings, Bendigo Bank is rated BBB+ on Standard & Poor's credit ratings.
- The company has no direct exposure to movements in commodity prices.
- The company's interest-bearing instruments are held at amortised cost which have fair values that approximate their carrying value since all cash and payables have maturity dates within 12 months.
- The company has no borrowings.

Further details regarding the categories of financial instruments held by the company that hold such exposure are detailed below.

	2024	2023
	\$	\$
Financial assets at amortised cost		
Trade and other receivables (note 11)	64,458	65,034
Cash and cash equivalents (note 10)	337,968	357,438
Term deposits (note 12)	156,497	152,727
	<u>558,923</u>	<u>575,199</u>
Financial liabilities		
Trade and other payables (note 16)	74,797	72,085
Lease liabilities (note 17)	93,278	134,503
	<u>168,075</u>	<u>206,588</u>

Accounting policy for financial instruments

Financial assets

Classification

The company classifies its financial assets at amortised cost.

Financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial asset.

The company's financial assets measured at amortised cost comprise trade and other receivables, cash and cash equivalents and investments in term deposits.

Derecognition

A financial asset is derecognised when the company's contractual right to its cash flows expires, or the asset is transferred in such a way that all the risks and rewards of ownership are substantially transferred.

Impairment of trade and other receivables

Impairment of trade receivables is determined using the simplified approach which uses an estimation of lifetime expected credit losses. The company has not recognised an allowance for expected credit losses in relation to trade and other receivables. Refer to note 4 for further information.

Financial liabilities

Classification

The company classifies its financial liabilities at amortised cost.

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 20. Financial risk management (continued)

Derecognition

A financial liability is derecognised then it is extinguished, cancelled or expires.

Market risk

Market risk is the risk that changes in market prices - e.g. foreign exchange rates, interest rates, and equity prices - will affect the company's income or the value of its holdings in financial instruments.

Interest-bearing assets and liabilities are held with Bendigo Bank and earnings on those are subject to movements in market interest rates. The company held cash and cash equivalents of \$337,968 at 30 June 2024 (2023: \$357,438) and term deposits of \$156,497 at 30 June 2024 (2023: \$152,727)

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.

Liquidity risk

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.

The following are the company's remaining contractual maturities of financial liabilities. The contractual cash flow amounts are gross and undiscounted and therefore may differ from their carrying amount in the statement of financial position.

	1 year or less \$	Between 1 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
2024				
Trade and other payables	73,063	15,085	-	88,148
Lease liabilities	50,982	46,740	-	97,722
Total non-derivatives	124,045	61,825	-	185,870
	1 year or less \$	Between 1 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
2023				
Trade and other payables	56,436	30,170	-	86,606
Lease liabilities	50,733	93,660	-	144,393
Total non-derivatives	107,169	123,830	-	230,999

Note 21. Key management personnel disclosures

The following persons were directors of Picton & District Community Enterprises Limited during the financial year and/or up to the date of signing of these Financial Statements

Evelyn Szumski
Phillip Lee Digger
Amanda Olic
Fern Carol Rice

Josephus Huibertus Muller
Leigh Christopher
Tristan Triffitt

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.

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 22. Related party transactions

Key management personnel

Disclosures relating to key management personnel are set out in note 21.

Receivable from and payable to related parties

There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Terms and conditions of transactions with related parties

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

Transactions with related parties

There were no transactions with related parties during the current and previous financial year.

Note 23. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by Andrew Frewin Stewart, the auditor of the company:

	2024	2023
	\$	\$
<i>Audit services</i>		
Audit or review of the financial statements	6,650	5,400
<i>Other services</i>		
Taxation advice and tax compliance services	700	660
General advisory services	3,510	2,820
Share registry services	5,224	4,771
	<u>9,434</u>	<u>8,251</u>
	<u>16,084</u>	<u>13,651</u>

Note 24. Reconciliation of profit/(loss) after income tax to net cash provided by operating activities

	2024	2023
	\$	\$
Profit/(loss) after income tax for the year	(10,523)	131,130
Adjustments for:		
Depreciation and amortisation	65,610	62,087
Lease liabilities interest	5,343	7,290
Change in operating assets and liabilities:		
Decrease/(increase) in trade and other receivables	723	(7,091)
Increase in income tax refund due	(7,651)	-
Decrease/(increase) in deferred tax assets	(4,831)	43,836
Increase in trade and other payables	1,363	1,391
Increase in employee benefits	3,885	7,558
Increase in other provisions	1,252	1,213
Net cash provided by operating activities	<u>55,171</u>	<u>247,414</u>

Picton & District Community Enterprises Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 25. Earnings per share

	2024	2023
	\$	\$
Profit/(loss) after income tax	<u>(10,523)</u>	<u>131,130</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>884,509</u>	<u>884,509</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>884,509</u>	<u>884,509</u>
	Cents	Cents
Basic earnings per share	(1.19)	14.83
Diluted earnings per share	(1.19)	14.83

Accounting policy for earnings per share

Basic and diluted earnings per share is calculated by dividing the profit attributable to the owners of Picton & District Community Enterprises Limited, by the weighted average number of ordinary shares outstanding during the financial year.

Note 26. Commitments

The company has no commitments contracted for which would be provided for in future reporting periods.

Note 27. Contingencies

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

Note 28. Events after the reporting period

No matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the company's operations, the results of those operations, or the company's state of affairs in future financial years.

Directors' Declaration.

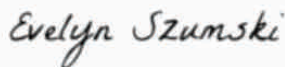
Picton & District Community Enterprises Limited Directors' declaration 30 June 2024

In the directors' opinion:

- the attached financial statements and notes comply with the *Corporations Act 2001*, the Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in the notes to the financial statements;
- the attached financial statements and notes give a true and fair view of the company's financial position as at 30 June 2024 and of its performance for the financial year ended on that date;
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable; and
- the company does not have any controlled entities and is not required by the Accounting Standards to prepare consolidated financial statements. Therefore, a consolidated entity disclosure statement has not been included as section 295(3A)(a) of the *Corporations Act 2001* does not apply to the entity.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the *Corporations Act 2001*.

On behalf of the directors



Evelyn Szumski
Deputy Chairperson

16 September 2024



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

Independent auditor's report to the Directors of Picton & District Community Enterprises Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Picton & District Community Enterprises Limited (the company), which comprises:

- Statement of financial position as at 30 June 2024
- Statement of profit or loss and other comprehensive income for the year then ended
- Statement of changes in equity for the year then ended
- Statement of cash flows for the year then ended
- Notes to the financial statements, including material accounting policies
- The directors' declaration.

In our opinion, the accompanying financial report of Picton & District Community Enterprises Limited, is in accordance with the *Corporations Act 2001*, including:

- i. giving a true and fair view of the company's financial position as at 30 June 2024 and of its financial performance for the year ended on that date; and
- ii. complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

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 (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Other Information

The directors are responsible for the other information. The other information comprises the information included in the company's annual report for the year ended 30 June 2024, but does not include the financial report and our auditor's report thereon.

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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

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

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

Auditor's 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. Misstatement can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.



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As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement 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.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Andrew Frewin Stewart
61 Bull Street, Bendigo, Vic, 3550
Dated: 16 September 2024

Joshua Griffin
Lead Auditor

Notes

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Web: bendigobank.com.au/picton-district/

Franchisee: Picton & District Community Enterprises Limited
ABN: 73 145 546 121
PO Box 660, Picton NSW 2571
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Share Registry:
AFS & Associates Pty Ltd
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Phone: 5443 0344
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