

FORM: Half yearly/preliminary final report

Name of issuer

Manningham Community Enterprises Limited

ACN or ARBN

69 101 174 270

Half yearly
(tick)

Preliminary
final (tick)

✓

Half year/financial year ended
('Current period')

30 June 2013

For announcement to the market

Extracts from this statement for announcement to the market (see note 1).

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				\$A,000
Revenue (item 1.1)	up	4%	to	2,126
Profit for the period (item 1.9)	up	405%	to	182
Profit for the period attributable to members of the parent (item 1.11)	up	405%	to	182
Dividends				
Franking rate applicable:		Current period		Previous corresponding period
		100%		100%
Final dividend (preliminary final report only)(item 10.13-10.14)				
Amount per security		9¢		8¢
Franked amount per security		-		-
Interim dividend (Half yearly report only) (item 10.11 – 10.12)				
Amount per security		-		-
Franked amount per security		-		-
Short details of any bonus or cash issue or other item(s) of importance not previously released to the market:				

Consolidated income statement *(The figures are not equity accounted)**(see note 3)**(as per paragraphs 81-85 and 88-94 of AASB 101: Presentation of Financial Statements)*

	Current period - \$A'000	Previous corresponding period - \$A'000
1.1 Revenues <i>(item 7.1)</i>	2,126	2,053
1.2 Expenses, excluding finance costs <i>(item 7.2)</i>	(1,864)	(2,015)
1.3 Finance costs	-	-
1.4 Share of net profits (losses) of associates and joint ventures <i>(item 15.7)</i>	-	-
1.5 Profit before income tax	262	38
1.6 Income tax expense <i>(see note 4)</i>	(80)	(2)
1.7 Profit (loss) from continuing operations	-	-
1.8 Profit (loss) from discontinued operations <i>(item 13.3)</i>	-	-
1.9 Profit for the period	182	36
1.10 Profit (loss) attributable to minority interests	-	-
1.11 Profit attributable to members of the parent	182	36
1.12 Basic earnings per security <i>(item 9.1)</i>	8.42¢	1.67¢
1.13 Diluted earnings per security <i>(item 9.1)</i>	8.42¢	1.67¢
1.14 Dividends per security <i>(item 9.1)</i>	9¢	8¢

Comparison of half-year profits*(Preliminary final statement only)*

	Current period - \$A'000	Previous corresponding period - \$A'000
2.1 Consolidated profit (loss) after tax attributable to members reported for the 1st half year <i>(item 1.11 in the half yearly statement)</i>	137	(139)
2.2 Consolidated profit (loss) after tax attributable to members for the 2nd half year	45	175

Consolidated balance sheet

(See note 5)

(as per paragraphs 68-69 of AASB 101: Financial Statement Presentation)

Current assets		Current period - \$A'000	Previous corresponding period - \$A'000
3.1	Cash and cash equivalents	693	631
3.2	Trade and other receivables	171	201
3.3	Inventories	-	-
3.4	Other current assets (current tax asset)	-	37
3.5	Total current assets	864	869
Non-current assets			
3.6	Available for sale investments	-	-
3.7	Other financial assets	-	-
3.8	Investments in associates	-	-
3.9	Deferred tax assets	25	20
3.10	Exploration and evaluation expenditure capitalised (see para. 71 of AASB 1022 – new standard not yet finalised)	-	-
3.11	Development properties (mining entities)	-	-
3.12	Property, plant and equipment (net)	382	404
3.13	Investment properties	-	-
3.14	Goodwill	-	-
3.15	Other intangible assets	121	48
3.16	Other (financial assets)	10	10
3.17	Total non-current assets	538	482
3.18	Total assets	1,402	1,351
Current liabilities			
3.19	Trade and other payables	94	83
3.20	Short term borrowings	-	-
3.21	Current tax payable	24	-
3.22	Short term provisions	91	63
3.23	Current portion of long term borrowings	-	-
3.24	Other current liabilities (provide details if material)	-	-
		209	146
3.25	Liabilities directly associated with non-current assets classified as held for sale (para 38 of AASB 5)	-	-
3.26	Total current liabilities	209	146

Non-current liabilities			
		Current period - \$A'000	Previous corresponding period - \$A'000
3.27	Long-term borrowings	-	-
3.28	Deferred tax liabilities	-	-
3.29	Long term provisions	6	5
3.30	Other (provide details if material)	-	-
3.31	Total non-current liabilities	6	5
3.32	Total liabilities	215	151
3.33	Net assets	1,187	1,200
Equity			
3.34	Share capital	1,139	1,139
3.35	Other reserves	-	-
3.36	Retained earnings	48	61
	Amounts recognised directly in equity relating to non-current assets classified as held for sale	-	-
3.37	Parent interest	-	-
3.38	Minority interest	-	-
3.39	Total equity	1,187	1,200

Consolidated statement of changes in equity

(as per paragraphs 96-97 of AASB 101: Presentation of Financial Statements)

	Current period – A\$'000	Previous corresponding period – A\$'000
Revenues recognised directly in equity:	-	-
Expenses recognised directly in equity:	-	-
4.1 Net income recognised directly in equity	-	-
4.2 Profit for the period	182	36
4.3 Total recognised income and expense for the period	182	36
Attributable to:		
4.4 Members of the parent	182	36
4.5 Minority interest	-	-
Effect of changes in accounting policy (as per AASB 108: Accounting Policies, Changes in Accounting Estimates and Errors):		
4.6 Members of the parent entity	-	-
4.7 Minority interest	-	-

Consolidated statement of cash flows

(See note 6)

(as per AASB 107: Cash Flow Statements)

		Current period - \$A'000	Previous corresponding period - \$A'000
	Cash flows related to operating activities		
5.1	Receipts from customers	2,295	2,174
5.2	Payments to suppliers and employees	(1,937)	(2,107)
5.3	Interest and other costs of finance paid	35	48
5.4	Income taxes paid	(25)	(35)
5.5	Other (interest received)	-	-
5.6	Net cash used in operating activities	368	80
	Cash flows related to investing activities		
5.7	Payments for purchases of property, plant and equipment	(12)	(11)
5.8	Proceeds from sale of property, plant and equipment	-	-
5.9	Payment for purchases of equity investments	-	-
5.10	Proceeds from sale of equity investments	-	-
5.11	Loans to other entities	-	(10)
5.12	Loans repaid by other entities	-	-
5.13	Interest and other items of similar nature received	-	-
5.14	Dividends received	-	-
5.15	Other (provide details if material)	(100)	-
	Payments for intangible assets		
5.16	Net cash used in investing activities	(112)	(21)
	Cash flows related to financing activities		
5.17	Proceeds from issues of securities (shares, options, etc.)	-	-
5.18	Proceeds from borrowings	-	-
5.19	Repayment of borrowings	-	-
5.20	Dividends paid	(194)	(173)
5.21	Other (provide details if material)	-	-
5.22	Net cash used in financing activities	(194)	(173)
	Net increase (decrease) in cash and cash equivalents	62	(114)
5.23	Cash at beginning of period (see Reconciliations of cash)	631	745
5.24	Exchange rate adjustments to item 5.23	-	-
5.25	Cash at end of period (see Reconciliation of cash)	693	631

Reconciliation of cash provided by operating activities to profit or loss

(as per paragraph Aus20.1 of AASB 107: Cash Flow Statements)

		Current period \$A'000	Previous corresponding period \$A'000
6.1	Profit <i>(item 1.9)</i>	182	36
	Adjustments for:		
6.2	Depreciation	34	34
6.3	Amortisation	27	30
6.4	Disposal on asset	-	1
6.5	(Increase)/decrease in receivables	30	(23)
6.6	(Increase)/decrease in deferred tax assets	24	(7)
6.7	Increase/(decrease) in payables	11	33
6.8	Increase/(decrease) in provisions	29	2
6.9	(Increase)/decrease in current tax assets	31	(26)
6.10	Net cash from operating activities <i>(item 5.6)</i>	368	80

Notes to the financial statements

Details of revenues and expenses

(see note 16)

(Where items of income and expense are material, disclose nature and amount below in accordance with paragraphs 86-87 of AASB 101: Presentation of Financial Statements)

		Current period - \$A'000	Previous corresponding period - \$A'000
	Revenue		
	Services commissions	1,861	1,767
	Interest	23	46
	Other revenue	242	240
7.1	Total Revenue	2,126	2,053
	Expenses		
	Employee benefits expense	(912)	(781)
	Charitable donations, sponsorship, advertising and promotion	(345)	(668)
	Occupancy and associated costs	(244)	(229)
	Systems costs	(86)	(79)
	Depreciation and amortisation expense	(61)	(64)
	Finance costs	-	-
	General administration expenses	(216)	(194)
7.2	Total Expenses	(1,864)	(2,015)
	Profit (loss) before tax	262	38

Ratios

		Current period	Previous corresponding period
	Profit before tax / revenue		
8.1	Consolidated profit (loss) before tax (item 1.5) as a percentage of revenue (item 1.1)	12%	2%
	Profit after tax / equity interests		
8.2	Consolidated profit (loss) after tax attributable to members (item 1.11) as a percentage of equity (similarly attributable) at the end of the period (item 3.37)	15%	3%

Earnings per Security

- 9.1 Provide details of basic and fully diluted EPS in accordance with paragraph 70 and Aus 70.1 of AASB 133: Earnings per Share below:

	Current period	Previous corresponding period
Profit/(loss) attributable to the ordinary equity holders of the company used in calculating earnings per share	182	36
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	2,160,461	2,160,461
Weighted average number of ordinary shares used as the denominator in calculating diluted earnings per share (if different from basic)	-	-

Dividends

- 10.1 Date the dividend is payable

- 10.2 Record date to determine entitlements to the dividend (i.e. on the basis of registrable transfers received up to 5.00 pm if paper based, or by 'End of Day' if a proper ASTC/CHESS transfer)

- 10.3 If it is a final dividend, has it been declared?

(Preliminary final report only)

- 10.4 The *dividend or distribution plans* shown below are in operation.

The last date(s) for receipt of election notices to the *dividend or distribution plans*

- 10.5 Any other disclosures in relation to *dividends or distributions*

Dividends paid or provided for on all securities*(as per paragraph Aus126.4 AASB 101: Presentation of Financial Statements)*

	Current period - \$A'000	Previous corresponding period - \$A'000	Franking rate applicable
Dividends paid or provided for during the reporting period			
10.6 Current year interim	-	-	-
10.7 Franked dividends	-	-	-
10.8 Previous year final	-	-	-
10.9 Franked dividends	194	173	100%
Dividends proposed and not recognised as a liability			
10.10 Franked dividends	-	-	-

Dividends per security*(as per paragraph Aus126.4 of AASB 101: Presentation of Financial Statements)*

	Current year	Previous year	Franking rate applicable
Dividends paid or provided for during the reporting period			
10.11 Current year interim	-	-	-
10.12 Franked dividends – cents per share	9¢	8¢	100%
10.13 Previous year final	-	-	-
10.14 Franked dividends – cents per share	-	-	-
Dividends proposed and not recognised as a liability			
10.15 Franked dividends – cents per share	-	-	-

Exploration and evaluation expenditure capitalised

To be completed only by issuers with mining interests if amounts are material. Include all expenditure incurred regardless of whether written off directly against profit

	Current period \$A'000	Previous corresponding period \$A'000
11.1 Opening balance	-	-
11.2 Expenditure incurred during current period	-	-
11.3 Expenditure written off during current period	-	-
11.4 Acquisitions, disposals, revaluation increments, etc.	-	-
11.5 Expenditure transferred to Development Properties	-	-
11.6 Closing balance as shown in the consolidated balance sheet (item 3.10)	-	-

Development properties

(To be completed only by issuers with mining interests if amounts are material)

	Current period \$A'000	Previous corresponding period \$A'000
12.1 Opening balance	-	-
12.2 Expenditure incurred during current period	-	-
12.3 Expenditure transferred from exploration and evaluation	-	-
12.4 Expenditure written off during current period	-	-
12.5 Acquisitions, disposals, revaluation increments, etc.	-	-
12.6 Expenditure transferred to mine properties	-	-
12.7 Closing balance as shown in the consolidated balance sheet (item 3.11)	-	-

Discontinued Operations

(see note 18)

(as per paragraph 33 of AASB 5: Non-current Assets Held for Sale and Discontinued Operations)

	Current period – A\$'000	Previous corresponding period – A\$'000
13.1 Revenue	-	-
13.2 Expense	-	-
13.3 Profit (loss) from discontinued operations before income tax	-	-
13.4 Income tax expense <i>(as per para 81 (h) of AASB 112)</i>	-	-
13.5 Gain (loss) on sale/disposal of discontinued operations	-	-
13.6 Income tax expense <i>(as per paragraph 81(h) of AASB 112)</i>	-	-

Movements in Equity

(as per paragraph 97 of AASB 101: Financial Statement Presentation)

		Number issued	Number listed	Paid-up value (cents)	Current period – A\$'000	Previous corresponding period – A\$'000
14.1	Preference securities <i>(description)</i>					
14.2	Balance at start of period	-	-	-	-	-
14.3	a) Increases through issues	-	-	-	-	-
14.4	a) Decreases through returns of capital, buybacks etc.	-	-	-	-	-
14.5	Balance at end of period	-	-	-	-	-
14.6	Ordinary securities <i>(ordinary shares fully paid)</i>					
14.7	Balance at start of period	2,160,461	2,160,461	100	2,160	2,160
14.8	a) Increases through issues	-	-	-	-	-
14.9	b) Decreases through returns of capital, buybacks etc.	-	-	-	-	-
14.10	Balance at end of period	2,160,461	2,160,461	100	2,160	2,160
14.11	Convertible Debt Securities <i>(description & conversion factor)</i>					
14.12	Balance at start of period	-	-	-	-	-
14.13	a) Increases through issues	-	-	-	-	-
14.14	b) Decreases through maturity, converted.	-	-	-	-	-
14.15	Balance at end of period	-	-	-	-	-

		Number issued	Number listed	Paid-up value (cents)	Current period – A\$'000	Previous corresponding period – A\$'000
14.16	Options <i>(description & conversion factor)</i>					
14.17	Balance at start of period	-	-	-	-	-
14.18	Issued during period	-	-	-	-	-
14.19	Exercised during period	-	-	-	-	-
14.20	Expired during period	-	-	-	-	-
14.21	Balance at end of period	-	-	-	-	-
14.22	Debentures <i>(description)</i>					
14.23	Balance at start of period	-	-	-	-	-
14.24	a) Increases through issues	-	-	-	-	-
14.25	b) Decreases through maturity, converted	-	-	-	-	-
14.26	Balance at end of period	-	-	-	-	-
14.27	Unsecured Notes <i>(description)</i>					
14.28	Balance at start of period	-	-	-	-	-
14.29	a) Increases through issues	-	-	-	-	-
14.30	b) Decreases through maturity, converted	-	-	-	-	-
14.31	Balance at end of period	-	-	-	-	-
14.32	Total Securities	2,160,461	2,160,461	100	2,160	2,160

		Current period – A\$'000	Previous corresponding period – A\$'000
Reserves			
14.33	Balance at start of period	-	-
14.34	Transfers to/from reserves	-	-
14.35	Total for the period	-	-
14.36	Balance at end of period	-	-
14.37	Total reserves	-	-
Retained earnings			
14.38	Balance at start of period	61	198
14.39	Changes in accounting policy	-	-
14.40	Restated balance	-	-
14.41	Profit for the balance	182	36
14.42	Total for the period	-	-
14.43	Dividends	(194)	(173)
14.44	Balance at end of period	49	61

Details of aggregate share of profits (losses) of associates and joint venture entities*(equity method)**(as per paragraph Aus 37.1 of AASB 128: Investments in Associates and paragraph Aus 57.3 of AASB 131: Interests in Joint Ventures)*

Name of associate or joint venture entity

Reporting entities percentage holding

		Current period - \$A'000	Previous corresponding period - \$A'000
15.1	Profit (loss) before income tax	-	-
15.2	Income tax	-	-
15.3	Profit (loss) after tax	-	-
15.4	Impairment losses	-	-
15.5	Reversals of impairment losses	-	-
15.6	Share of non-capital expenditure contracted for (excluding the supply of inventories)	-	-
15.7	Share of net profit (loss) of associates and joint venture entities	-	-

Control gained over entities having material effect*(See note 8)*16.1 Name of *issuer* (or *group*)

		\$A'000
16.2	Consolidated profit (loss) after tax of the <i>issuer</i> (or <i>group</i>) since the date in the current period on which control was acquired	-
16.3	Date from which profit (loss) in <i>item 16.2</i> has been calculated	-
16.4	Profit (loss) after tax of the <i>issuer</i> (or <i>group</i>) for the whole of the previous corresponding period	-

Loss of control of entities having material effect*(See note 8)*17.1 Name of *issuer* (or *group*)17.2 Consolidated profit (loss) after tax of the entity (or *group*) for the current period to the date of loss of control17.3 Date from which the profit (loss) in *item 17.2* has been calculated17.4 Consolidated profit (loss) after tax of the entity (or *group*) while controlled during the whole of the previous corresponding period

17.5 Contribution to consolidated profit (loss) from sale of interest leading to loss of control

\$A'000
-
-
-
-

Material interests in entities which are not controlled entities*The economic entity has an interest (that is material to it) in the following entities.*

		Percentage of ownership interest (ordinary securities, units etc) held at end of period or date of disposal		Contribution to profit (loss) (<i>item 1.9</i>)	
18.1	Equity accounted associated entities	Current period	Previous corresponding period	Current period \$A'000	Previous corresponding period \$A'000
				<i>Equity accounted</i>	
		-	-	-	-
		-	-	-	-
		-	-	-	-
18.2	Total	-	-	-	-
18.3	Other material interests			Non equity accounted (i.e. part of <i>item 1.9</i>)	
		-	-	-	-
		-	-	-	-
18.4	Total	-	-	-	-

Reports for industry and geographical segments

Information on the industry and geographical segments of the entity must be reported for the current period in accordance with AASB 114: Segment Reporting. Because of the different structures employed by entities, a pro forma is not provided. Segment information should be completed separately and attached to this statement. However, the following is the personation adopted in the Appendices to AASB 114 and indicates which amount should agree with items included elsewhere in this statement.

		Current period - \$A'000	Previous corresponding period - \$A'000
	Segments		
	Revenue:		
19.1	External sales	-	-
19.2	Inter-segment sales	-	-
19.3	Total (consolidated total equal to <i>item 1.1</i>)	-	-
19.4	Segment result	-	-
19.5	Unallocated expenses	-	-
19.6	Operating profit (equal to <i>item 1.5</i>)	-	-
19.7	Interest expense	-	-
19.8	Interest income	-	-
19.9	Share of profits of associates	-	-
19.10	Income tax expense	-	-
19.11	Net profit (consolidated total equal to <i>item 1.9</i>)	-	-
	Other information	-	-
19.12	Segment assets	-	-
19.13	Investments in equity method associates	-	-
19.14	Unallocated assets	-	-
19.15	Total assets (equal to <i>item 3.18</i>)	-	-
19.16	Segment liabilities	-	-
19.17	Unallocated liabilities	-	-
19.18	Total liabilities (equal to <i>item 3.32</i>)	-	-
19.19	Capital expenditure	-	-
19.20	Depreciation	-	-
19.21	Other non-cash expenses	-	-

NTA Backing

(see note 7)

20.1	Current period	Previous corresponding period
Net tangible asset backing per ordinary security	48¢	53¢

Non-cash financing and investing activities

Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows are as follows. If an amount is quantified, show comparative amount.

21.1	n/a
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International Financial Reporting Standards

Under paragraph 39 of AASB 1: First –time Adoption of Australian Equivalents to International Financial Reporting Standards, an entity's first Australian-equivalents-to-IFRS's financial report shall include reconciliations of its equity and profit or loss under previous GAAP to its equity and profit or loss under Australian equivalents to IFRS's. See IG63 in the appendix to AASB 1 for guidance.

22.1	n/a
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Under paragraph 4.2 of AASB 1047: Disclosing the Impacts of Adopting Australian Equivalents to International Financial Reporting Standards, an entity must disclose any known or reliably estimable information about the impacts on the financial report had it been prepared using the Australian equivalents to IFRSs or if the aforementioned impacts are not known or reliably estimable, a statement to that effect.

22.2	n/a
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Comments by directors

Comments on the following matters are required by the Exchange or, in relation to the half yearly statement, by AASB 134: Interim Financial Reporting. The comments do not take the place of the directors' report and statement (as required by the Corporations Act) but may be incorporated into the directors' report and statement. For both half yearly and preliminary final statements, if there are no comments in a section, state NIL. If there is insufficient space in comment, attach notes to this statement.

Basis of accounts preparation

If this statement is a half yearly statement, it is a general purpose financial report prepared in accordance with the listing rules and AASB 134: Interim Financial Reporting. It should be read in conjunction with the last annual report and any announcements to the market made by the issuer during the period. This report does not include all notes of the type normally included in an annual financial report.

A description of each event since the end of the current period which has had a material effect and is not related to matters already reported, with financial effect quantified (if possible). In a half yearly report, provide explanatory comments about any seasonal or irregular factors affecting operations (as per paragraphs 16(b), 16(b) and Aus 16.1 of AASB 134: Interim Financial Reporting)

There are no matters or circumstances that have arisen since the end of the half year reporting period that have significantly affected or may significantly affect the operations of the company, the results of those operations or the state of affairs of the company.

Any other factors which have affected the results in the period, or which are likely to affect results in the future, including those where the effect could not be quantified.

n/a

Franking credits available and prospects for paying fully or partly franked dividends for at least the next year

Franking credits currently available are: \$103,311

The amount of dividends to be paid is assessed by the board at the conclusion of each financial year. The Board expect that future dividend payments will be fully franked.

Changes in accounting policies, estimation methods and measurement bases since the last annual report are disclosed as follows.

(Disclose changes in the half yearly statement in accordance with paragraph 16(a) of AASB 134: Interim Financial Reporting. Disclose changes in the preliminary final statement in accordance with paragraphs 28-29 of 108: Accounting Policies, Changes in Accounting Estimates and Errors.)

n/a

An issuer shall explain how the transition from previous GAAP to Australian equivalents to IFRS' affected its reported financial position, financial performance and cash flows. *(as per paragraph 38 of AASB 1: First-time Adoption of Australian Equivalents to International Financial Reporting Standards)*

n/a

Revisions in estimates of amounts reported in previous periods. For half yearly reports the nature and amount of revisions in estimates of amounts reported in previous annual reports if those revisions have a material effect in this half year *(as per paragraph 16(d) of AASB 134: Interim Financial Reporting)*

n/a

Changes in contingent liabilities or assets. For half yearly reports, changes in contingent liabilities and contingent assets since the last annual report *(as per paragraph 16(j) of AASB 134: Interim Financial Reporting)*

n/a

The nature and amount of items affecting assets, liabilities, equity, profit or loss, or cash flows that are unusual because of their nature, size or incidence *(as per paragraph 16(c) of AASB 134: Interim Financial Reporting)*

n/a

Effect of changes in the composition of the entity during the interim period, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings and discontinued operations *(as per paragraph 16(i) of AASB 134: Interim Financial Reporting)*

n/a

Annual meeting*(Preliminary final statement only)*

The annual meeting will be held as follows:

Place

Casavini Restaurant

9 Mitchell Street, Doncaster East

Date

14 November 2013

Time

3.30pm

Approximate date the annual report will be available

17 October 2013

Compliance statement

1. This statement has been prepared under accounting policies which comply with accounting standards as defined in the *Corporations Act* or other standards acceptable to the Exchange (see note 13).

Identify other standards used

2. This statement, and the financial statements under the *Corporations Act* (if separate), use the same accounting policies.
3. This statement does give a true and fair view of the matters disclosed (see note 2).
4. This statement is based on financial statements to which one of the following applies:
- ☒ The financial statements have been audited. ☐ The financial statements have been subject to review by a registered auditor (or overseas equivalent).
- ☐ The financial statements are in the process of being audited or subject to review. ☐ The financial statements have *not* yet been audited or reviewed.
5. If the accounts have been or are being audited or subject to review details of any qualifications are attached.
6. The *issuer* has a formally constituted audit committee.

Sign here:


(Director/Company secretary)

Date:

2.9.2013

Print name:

ERICA MOUNTER

Notes

1. **For announcement to the market** The percentage changes referred to in this section are the percentage changes calculated by comparing the current period's figures with those for the previous corresponding period. Do not show percentage changes if the change is from profit to loss or loss to profit, but still show the amount of the change up or down. If changes in accounting policies or procedures have had a material effect on reported figures, do not show either directional or percentage changes in profits. Explain the reason for the omissions in the note at the end of the announcement section. *Issuers* are encouraged to attach notes or fuller explanations of any significant changes to any of the items in page 1. The area at the end of the announcement section can be used to provide a cross reference to any such attachment.
2. **True and fair view** If this statement does not give a true and fair view of a matter (for example, because compliance with an Accounting Standard is required) the *issuer* must attach a note providing additional information and explanations to give a true and fair view.
3. **Consolidated statement of financial performance**
 - Item 1.1 The definition of "revenue" is set out in *AASB 118: Revenue*
 - Item 1.6 This item refers to the total tax attributable to the amount shown in *item 1.5*. Tax includes income tax and capital gains tax (if any) but excludes taxes treated as expenses from ordinary activities (eg. fringe benefits tax).
4. **Income tax** If the amount provided for income tax in this statement differs (or would differ but for compensatory items) by more than 15% from the amount of income tax *prima facie* payable on the profit before tax, the issuer must explain in a note the major items responsible for the difference and their amounts. The rate of tax applicable to the franking amount per dividend should be inserted in the heading for the column "Franking rate applicable" for items in *section 9*.
5. **Consolidated statement of financial position**

Format The format of the consolidated statement of financial position should be followed as closely as possible. However, additional items may be added if greater clarity of exposition will be achieved, provided the disclosure still meets the requirements of *AASB 134: Interim Financial Reporting*, and *AASB 101: Presentation of Financial Statements*. Banking institutions, trusts and financial institutions may substitute a clear liquidity ranking for the Current/Non-Current classification.

Basis of revaluation If there has been a material revaluation of non-current assets (including investments) since the last annual report, the *issuer* must describe the basis of revaluation adopted. The description must meet the requirements of *AASB 116: Property, Plant and Equipment*. If the *issuer* has adopted a procedure of regular revaluation, the basis for which has been disclosed and has not changed, no additional disclosure is required.
6. **Consolidated statement of cash flows** For definitions of "cash" and other terms used in this statement see *AASB 107: Cash Flow Statements*. *Issuers* should follow the form as closely as possible, but variations are permitted if the *directors* (in the case of a trust, the management company) believe that this presentation is inappropriate. However, the presentation adopted must meet the requirements of *AASB 107*.
7. **Net tangible asset backing** Net tangible assets are determined by deducting from total tangible assets all claims on those assets ranking ahead of the ordinary *securities* (i.e. all liabilities, preference shares, outside equity interests, etc). Mining *issuers* are *not* required to state a net tangible asset backing per ordinary *security*.
8. **Gain and loss of control over entities** The gain or loss must be disclosed if it has a material effect on the consolidated financial statements. Details must include the contribution for each gain or loss that increased or decreased the *issuer's* consolidated operating profit (loss) after tax by more than 5% compared to the previous corresponding period.

9. **Equity accounting** If an *issuer* adopts equity accounting, no comparative equity accounting figures are required in the first period following its adoption.
10. **Rounding of figures** This statement anticipates that the information required is given to the nearest \$1,000. However, an *issuer* may report exact figures, if the \$A'000 headings are amended. If an *issuer* qualifies under ASIC Class Order 98/0100 dated 15 July 2004, it may report to the nearest million dollars, or to the nearest \$100,000, if the \$A'000 headings are amended.
11. **Comparative figures** Comparative figures are to be presented in accordance with AASB 101: *Presentation of Financial Statements* or AASB 134: *Interim Financial Reporting* as appropriate and are the unadjusted figures from the last annual or half year report as appropriate. However, if the previously reported figures are adjusted to achieve greater comparability, in accordance with an accounting standard or other reason, a note explaining the adjustment must be included with this statement. If no adjustment is made despite a lack of comparability, a note explaining the position should be attached.
12. **Additional information** An *issuer* may disclose additional information about any matter, and must do so if the information is material to an understanding of the financial statements. The information may be an expansion of the material contained in this statement, or contained in a note attached to the statement. The requirement under the listing rules for an *issuer* to complete this statement does not prevent the *issuer* issuing statements more frequently. Additional material lodged with the ASIC under the *Corporations Act* must also be given to the *Exchange*. For example, a *directors'* report and declaration, if lodged with the ASIC, must be given to the *Exchange*.
13. **Accounting Standards** the *Exchange* will accept, for example, the use of International Accounting Standards for *foreign issuers*. If the standards used do not address a topic, the Australian standard on that topic (if one exists) must be complied with.
14. **Borrowing corporations** This statement may be able to be used by an *issuer* required to comply with the *Corporations Act* as part of its half yearly financial statements if prepared in accordance with Australian Accounting Standards.
15. **Details of expenses** AASB 101: *Presentation of Financial Statements* requires disclosure of expenses according to either their nature or function. For foreign entities, there are similar requirements in other accounting standards accepted by the *Exchange*. *Issuers* must disclose details of expenses using the layout (by nature or function) employed in their accounts.

The information in *items 7.1 - 7.2* may be provided in an attachment to Appendix 3

Relevant items AASB 101: *Presentation of Financial Statements* requires the separate disclosure of specific revenues and expenses which are of a size, nature or incidence that disclosure is *relevant*, as defined in AASB 101, in explaining the financial performance of the *issuer*. There is an equivalent requirement in AASB 134: *Interim Financial Reporting*. For foreign entities, there are similar requirements in other accounting standards accepted by the *Exchange*.

16. **Dollars** If reporting is not in A\$, all references to \$A must be changed to the reporting currency. If reporting is not in thousands of dollars, all references to "000" must be changed to the reporting value.
17. **Discontinuing operations**

Entities must either provide a description of any significant activities or events relating to discontinuing operations equivalent to that required by *paragraph 7.5 (g) of AASB 134: Interim Financial Reporting*, or, the details of discontinuing operations they are required to disclose in their accounts in accordance with AASB 5: *Non-current Assets for Sale and Discontinued Operations*

In any case, the information may be provided as an attachment to this Appendix 3.

Manningham

Community Enterprises Limited

Financial Statements

as at

30 June 2013

Manningham Community Enterprises Limited
ABN 69 101 174 270
Directors' Report

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

Directors

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

Geoffrey Bruce Roberts

Chairman

Occupation: Management Consultant/Investor

Experience and expertise:

Geoff has had over thirty five years of experience in the manufacturing, distribution, clothing and footwear industries having worked as a Senior Marketing Executive with the McPherson Group of companies, Director and CEO roles with the Yakka Group and more recently with Oliver Footwear. Whilst in these roles also he sat on many Industry boards. He has significant community involvement with his work with Rotary International. His qualifications include a Graduate Diploma of Business studies and has attended many professional development programs over the years.

Erica Janice Mounter

Deputy Chairman

Occupation: Accountant

Experience and expertise:

Erica is a member of the Australian Society of Accountants. Having returned to study as a mature age student, Erica achieved a Bachelor of Business with an Accounting major. Erica is currently working part time and is also on the board of the Manningham Centre Association an Aged Care facility in Manningham.

Raymond Thomas Lord

Director

Occupation: Retired

Experience and expertise:

Raymond has forty years experience in the sporting, community and service industries. He has significant community involvement with Horticultural Therapy, Community Radio, Children with Down Syndrome, Blind Sports Victoria, and other sporting clubs. His qualifications include a Graduate Diploma of Welfare Studies, Certificate of Business Studies (Administration & Management) and Justice of the Peace.

James Douglas Christie RFD

Director

Occupation: Business Consultant

Experience and expertise:

James brings a wealth of experience from his former career, both in Australia and overseas, as a senior executive in the retail-banking sector. James also served as a Lieutenant Colonel in the Australian Army Reserve. He currently works as a consultant to Bendigo and Adelaide Bank Limited mentoring both new and established Community Bank companies. He has served as an elected member of the Community Bank Strategic Advisory Board and is also currently a Director of Principled Mortgage Investments Limited. He is a Member of the Australian Institute of Company Directors, an Affiliate of Chartered Secretaries Australia and a former Fellow of both the Australian Institute of Banking and Finance and the Australian Institute of Management.

Raymond Bruce Barrington

Director

Occupation: Retired

Experience and expertise:

Raymond has had 10 years banking and finance experience in ES&A and ANZ Bank. He has a wealth of experience in small business having run the family business for 20 years. He has been a board member of the Manningham Centre for the past two years.

Daryl Lindsay George Brown

Director

Occupation: Accountant/Taxation Agent

Experience and expertise:

Daryl has been in the finance industry all his working life. His experience includes corporate management in the manufacturing industry as well as has having his own Public Accounting Practice specializing in Small Business Development. The practice has been operating for 32 years. He is a Certified Practising Accountant, is a Director of a number of private companies and sits on the Board of a number of not-for-profit organisations. Daryl is very community minded and has been involved in many community projects through his Church, the Rotary Club of Manningham and MCEL. He is chairman of MCEL Special Projects Committee.

Manningham Community Enterprises Limited
ABN 69 101 174 270
Directors' Report

Directors (continued)

Keith Crothers

Director

Occupation: Business Manager

Experience and expertise:

Keith has 35 years experience in the IT industry in consulting, project management and people management roles and held a senior administrative position for five years in a not-for-profit association. He is a Business Manager with a not-for-profit public company and is a Senior Election Officer with the Victorian Electoral Commission.

Heather Elizabeth Herbert

Director

Occupation: Retired

Experience and expertise:

Heather has lived in the Manningham areas since 1965 when she and her husband, Lloyd, bought their first home. Heather has been married for 43 years and has three adult children and a granddaughter. For more than 25 years Heather was a member of Bulleen Tennis Club and was a committee member for 25 years where she held many different positions and represented the club on several district committees and the VTA Council. In February 2008 Heather was invited to join the Templestowe Village Steering Committee and has enjoyed all the challenges involved with helping to establish a Community Bank at Templestowe at the end of 2009. She has also been a HR Officer at RMIT University, and holds a Trained Primary Teachers Certificate, Associate Diploma HR, Master of Applied Science (Innovation & Service Management), and has completed several short courses.

Ian Graham Goldsmith

Director (*Appointed 14 November 2012*)

Occupation: General Manager Business Services

Experience and expertise:

Ian has had over 30 years experience in the hospital, aged care, ambulance and health insurance sectors in senior executive positions. He is a certified practising accountant and is currently General Manager of business services for Alzheimer's Australia Vic. Ian is also Treasurer of the board of Mayfield Education, a private not for profit vocational education provider for the health and community services sector and he is also a very active member of the Rotary Club of Manningham.

Nicola Christine White

Director (*Appointed 14 November 2012*)

Occupation: Bookkeeper

Experience and expertise:

Nicky and her family moved from South Africa to Australia at the end of 1997. She has been a resident of Manningham since her arrival in Australia. She has worked as a bookkeeper within the Community Bank network for many years. Nicky is a registered BAS Agent as has a Certificate IV in bookkeeping.

Trevor Leigh Waring

Director (*Resigned 8 August 2013*)

Occupation: Property Manager/Plantation Developer

Experience and expertise:

Trevor spent seven years as a City Councillor becoming Mayor in 1989-1990. His past experience includes drainage contracting, cleaning and house husband. He has a history of involvement in numerous community groups. Trevor is currently managing hardwood eucalyptus plantations for environmental benefits, carbon credits and long term sawlogs.

Eileen Margaret Connon Haw

Secretary/Director (*Resigned 6 September 2012*)

Occupation: Retired

Experience and expertise:

Eileen's career background was initially as a health professional before entering into the retail trade. During the past 6 years, Eileen has been involved in the Templestowe Village as a trader, property owner and secretary of both the Templestowe Traders Association and the Templestowe Village Community Bank Steering Committee. Eileen was integral in igniting the interest in bringing Bendigo Bank to the village, and though now retired from the Traders Association and business, she is still committed to the future of Templestowe Village and the local community.

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

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

Manningham Community Enterprises Limited
ABN 69 101 174 270
Directors' Report

Company Secretary

The company secretary is Raymond Thomas Lord, Raymond took over as Secretary from Eileen Margaret Cannon Haw, on 6 September 2012. Raymond has had a vast experience with many community and sporting groups.

Principal Activities

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

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

Operating Results

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

Year ended 30 June 2013	Year ended 30 June 2012
\$	\$
181,918	34,122

Operating and Financial Review

Operations

The Company has enjoyed another very successful year in 2012/2013 with an increase in Profit Before Income Tax from \$36,938 to \$261,539 or 608%. This result was achieved with a 3.6% increase in revenue to \$2.126 million over 2011/2012 and with a decrease in total expenses inclusive of Charitable donations, sponsorship, advertising and promotion of \$151,235, a reduction of 7.5%. Combined business volume across the two branches grew to \$267.1 million which is a 12.9% increase on the previous year. The Doncaster East branch grew by \$13.9 million or 7.4% whilst the Templestowe Village branch grew by \$16.6 million or 34.7%. This growth in business activity has been largely in deposits with East Doncaster increasing their deposits from 57% of their business volume to 59% from 2011/2012 to 2012/2013 whilst Templestowe Village has increased its deposits from 56% to 58% of its business volume in the same period.

The Board and staff have focussed very heavily on Community Partnerships during the 2012/2013 year with significant effort being expended in further developing strategic working relationships with the Manningham Council, the Rotary Clubs of Manningham and the Manningham Business Network, with a view to furthering the Community awareness of our business model whilst also providing significant resources for the local community.

The Boards' very strong commitment to excellence in Governance and Management ensures that our adherence to the Franchise Agreement is unquestioned and our relationship with Bendigo and Adelaide Bank Limited remains very strong.

Financial Position

The Company's Total Assets grew by \$50,811 with Intangible assets increasing by \$72,722 due to the re-signing of the Franchise Agreement between MCEL and Bendigo and Adelaide Bank Limited. Cash and Cash Equivalents increased by \$61,820 or 9.8% due to the reduced contribution to the Community Enterprise Foundation.

Total Liabilities increased by \$63,334 or 41.9% due to the increased Tax Liability of \$23,702 and an increase in Provisions for Annual Leave and Long Service Leave of \$28,275. This increase in employment related provisions results from the longevity of employment of our staff and is directly related to the effort put into staff retention, advancement and development.

Total Equity reduced by \$12,523 or 1% to \$1.187 million, primarily due to the Profit after Income Tax of \$181,918 offset by dividends paid during the year.

During the financial year the Company paid a fully franked dividend of 9 cents per share.

Drivers of Performance and Business Strategies

The results achieved in 2012/2013 are very much a result of the increased business volume of \$30.5 million which has been driven by MCEL's increased marketing and sponsorship presence in the local community despite a very competitive interest rate and business market.

Our local community presence will continue to be a strong driver of growth and our marketing, advertising, sponsorship and promotion efforts will have an increased emphasis on the lending side of our book as opposed to our deposits as this balance has a significant impact on our margins.

MCEL holds only 3% of the banking market in the Manningham area so the opportunity to engage with the local community, that the Community Bank model facilitates, provides the key to significant future growth through market penetration.

Manningham Community Enterprises Limited
ABN 69 101 174 270
Directors' Report

Remuneration Report

Remuneration Policy

The remuneration policy of Manningham Community Enterprise Limited has been designed to align key management personnel objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives based on key performance areas affecting the company's financial results. The Board believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best key management personnel to run and manage the company, as well as create goal congruence between directors, executives and shareholders.

Key Management Personnel Remuneration Policy

Key management personnel receive a base salary , superannuation and performance incentives.

The performance of key management personnel is measured against criteria agreed annually with each executive and is based predominantly on the forecast growth of the company's profits and shareholders' value. All bonuses and incentives must be linked to predetermined performance criteria. The Board may, however, exercise its discretion in relation to approving incentives, bonuses and options, and can recommend changes to the board's recommendations. Any changes must be justified by reference to measurable performance criteria. The policy is designed to attract the highest calibre of executives and reward them for performance results leading to long-term growth in shareholder wealth.

Key management personnel also receive a superannuation guarantee contribution required by the government, which is currently 9.25%, and do not receive any other retirement benefits. Some individuals, however, have chosen to sacrifice part of their salary to increase payments towards superannuation.

The contracts for service between the company and key management personnel are on a continuing basis, the terms of which are not expected to change in the immediate future. Upon retirement key management personnel are paid employee benefit entitlements accrued to date of retirement.

Employment agreements were entered into with key management personnel.

Remuneration Structure

All directors are independent non-executive Directors and are paid Directors' fees as disclosed below.

Non-executive director remuneration policy:

The Board's policy is to remunerate non-executive directors at market rates for time, commitment and responsibilities. The Board determines payments to the non-executive directors and regularly reviews the amount of fees paid, based on market practices, duties and accountability.

The maximum aggregate amount of fees that can be paid to non-executive Directors requires approval by shareholders as required by the Corporations Act 2001 and NSX listing rules.

Fees for non-executive Directors are not linked to the performance of the Company.

Manningham Community Enterprises Limited
ABN 69 101 174 270
Directors' Report

Remuneration Report (*continued*)

Performance based remuneration

The Company does not pay performance based remuneration to any Director.

Company performance, shareholder wealth and directors' and executives' remuneration

The following table shows the gross revenue, profits and dividends for the last 6 years for the entity, as well as the share prices at the end of the respective financial years. Analysis of the actual figures shows excellent growth in revenue, increased payments to community groups and projects as well as consistent returns to shareholders. The improvement in the company's performance over the last 6 years has been reflected in the company's share price with an increase each year, with the exception of 2009 when the share price fell in line with the business valuation and subsequent bonus share issue. The Board is of the opinion that these results can be attributed, in part, to the previously described remuneration policy and is satisfied with the overall trend in shareholder wealth over the past 6 years.

	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2007</u>
Revenue	2,126,374	2,053,008	1,896,071	1,481,080	1,197,210	1,010,886	793,703
Net profit	181,918	34,122	167,024	107,478	173,134	157,997	139,669
Share price at year end	0.90	0.90	1.00	0.85	0.90	1.00	1.00
Net dividend paid	194,441	172,837	108,023	71,501	71,501	68,251	-

Directors Fees

For the year ended 30 June 2013 the directors received total remuneration, as follows:

	<u>\$</u>
Geoffrey Bruce Roberts	7,000
Erica Janice Mounter*	-
Raymond Thomas Lord	4,750
James Douglas Christie RFD	4,750
Raymond Bruce Barrington	4,750
Daryl Lindsay George Brown	4,750
Keith Crothers	4,750
Heather Elizabeth Herbert	4,750
Ian Graham Goldsmith (<i>Appointed 14 November 2012</i>)	-
Nicola Christine White (<i>Appointed 14 November 2012</i>)	3,000
Trevor Leigh Waring (<i>Resigned 8 August 2013</i>)	3,000
Eileen Margaret Connon Haw (<i>Resigned 6 September 2012</i>)	-

Fees and payments to directors reflect the demands which are made on and the responsibilities of the directors. Directors' fees are reviewed annually by the Board. The Chairman's, Secretary's and Treasurer's fees are determined independently to the fees of remaining directors.

* Erica Janice Mounter was eligible for remuneration, but chose not receive it.

Key management personnel compensation is disclosed in Note 19 to the financial statements.

Options issued as part of remuneration for the year ended 30 June 2013

No options have been issued as part of remuneration for the year ended 30 June 2013.

Employment Contracts of Directors

There are no employment contracts for Directors.

Manningham Community Enterprises Limited
ABN 69 101 174 270
Directors' Report

Remuneration Report (*continued*)

Remuneration of Executives

Remuneration package paid to the Senior Manager of the Company for the year ended 30 June 2013 was in the range \$105,000.00 - \$130,000.00 (2012: \$105,000 to \$130,000).

Manningham Community Enterprises Limited has accepted the **Community Bank®** Directors' Privileges package. The package is available to all directors who can elect to avail themselves of the benefits based on their personal banking with the Manningham Community Bank® branch. There is no requirement to own Bendigo and Adelaide Bank Limited shares and there is no qualification period to qualify to utilise the benefits. The package mirrors the benefits currently available to Bendigo and Adelaide Bank shareholders. The Directors have estimated the total benefits received from the Directors' Privilege Package to be \$15 for the year ended 2013.

For the year ended 30 June 2013, the directors received total benefits of:

	Amount (\$)
Geoffrey Bruce Roberts	-
Erica Janice Mounter	-
Raymond Thomas Lord	-
James Douglas Christie RFD	-
Raymond Bruce Barrington	-
Daryl Lindsay George Brown	-
Keith Crothers	-
Heather Elizabeth Herbert	-
Ian Graham Goldsmith	-
Nicola Christine White	15
Trevor Leigh Waring	-
Eileen Margaret Connon Haw	-
Total	<u>15</u>

Manningham Community Enterprises Limited
ABN 69 101 174 270
Directors' Report

Dividends

	Year Ended 30 June 2013	
	<u>Cents</u>	<u>\$</u>
Dividend declared and paid during the period:	9	194,441

Significant Changes in the State of Affairs

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

Matters Subsequent to the End of the Financial Year

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

Likely Developments

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

Environmental Regulation

The company is not subject to any significant environmental regulation.

Directors' Benefits

No director has received or become entitled to receive, during or since the financial year, a benefit because of a contract made by the company, controlled entity or related body corporate with a director, a firm which a director is a member or an entity in which a director has a substantial financial interest except as disclosed in note 19 to the financial statements. This statement excludes a benefit included in the aggregate amount of emoluments received or due and receivable by directors shown in the company's accounts, or the fixed salary of a full-time employee of the company, controlled entity or related body corporate.

Indemnification and Insurance of Directors' and Officers

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

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

Manningham Community Enterprises Limited
ABN 69 101 174 270
Directors' Report

Directors' Meetings

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

	Board Meetings Attended		Committee Meetings Attended													
			Finance/Director Remuneration		Human Resources		Marketing & Sponsorship		Community Enterprise Foundation		Strategic Planning/Policy Governance & Succession Planning		Youth Engagement & Cultural Diversity		Council Liaison	
	<u>A</u>	<u>B</u>	<u>A</u>	<u>B</u>	<u>A</u>	<u>B</u>	<u>A</u>	<u>B</u>	<u>A</u>	<u>B</u>	<u>A</u>	<u>B</u>	<u>A</u>	<u>B</u>	<u>A</u>	<u>B</u>
Geoffrey Bruce Roberts	11	10	2	2	2	2	11	8	4	4	3	3	10	6	11	8
Erica Janice Mounter	11	11	1	1	-	-	-	-	-	-	-	-	-	-	-	-
Raymond Thomas Lord	11	10	1	0	2	2	11	11	4	4	3	2	4	4	5	4
James Douglas Christie RFD	11	10	1	1	-	-	-	-	4	3	3	3	-	-	-	-
Raymond Bruce Barrington	11	10	-	-	2	2	11	9	-	-	-	-	10	9	5	5
Daryl Lindsay George Brown	11	9	-	-	-	-	-	-	-	-	-	-	-	-	11	11
Keith Crothers	11	9	-	-	2	2	-	-	4	4	3	3	-	-	-	-
Heather Elizabeth Herbert	11	11	-	-	-	-	-	-	4	4	-	-	10	9	-	-
Ian Graham Goldsmith <i>(Appointed 14 November 2012)</i>	9	9	2	2	-	-	-	-	-	-	-	-	-	-	-	-
Nicola Christine White <i>(Appointed 14 November 2012)</i>	9	8	2	2	2	2	-	-	-	-	-	-	-	-	-	-
Trevor Leigh Waring <i>(Resigned 8 August 2013)</i>	11	10	-	-	-	-	11	10	-	-	-	-	10	10	-	-
Eileen Margaret Connon Haw <i>(Resigned 6 September 2013)</i>	3	3	-	-	-	-	-	-	-	-	-	-	-	-	-	-

A - eligible to attend

B - number attended

Non Audit Services

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

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

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


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

Auditors' Independence Declaration

A copy of the auditors' independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 9.

Signed in accordance with a resolution of the board of directors at Doncaster East, Victoria on 2 September 2013.


 Raymond Thomas Lord, Company Secretary


 Erica Janice Mounter, Deputy Chairman

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

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

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



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

Dated: 2 September 2013

Manningham Community Enterprises Limited
ABN 69 101 174 270
Statement of Comprehensive Income
for the Year Ended 30 June 2013

	<u>Notes</u>	2013 \$	2012 \$
Revenues from ordinary activities	4	2,126,374	2,053,008
Employee benefits expense		(913,115)	(778,632)
Charitable donations, sponsorship, advertising and promotion		(345,146)	(668,077)
Occupancy and associated costs		(243,987)	(229,341)
Systems costs		(85,524)	(78,438)
Depreciation and amortisation expense	5	(61,004)	(64,076)
Finance costs	5	(92)	(24)
General administration expenses		(215,967)	(197,482)
Profit before income tax expense		261,539	36,938
Income tax expense	6	(79,621)	(2,816)
Profit after income tax expense		181,918	34,122
Total comprehensive income for the year		181,918	34,122
Earnings per share (cents per share)		<u>c</u>	<u>c</u>
- basic for profit for the year	21	8.42	1.58

The accompanying notes form part of these financial statements

Manningham Community Enterprises Limited
ABN 69 101 174 270
Balance Sheet
as at 30 June 2013

	<u>Notes</u>	2013 \$	2012 \$
ASSETS			
Current Assets			
Cash and cash equivalents	7	692,569	630,749
Trade and other receivables	8	171,251	201,672
Current tax assets		-	36,659
Total Current Assets		<u>863,820</u>	<u>869,080</u>
Non-Current Assets			
Property, plant and equipment	9	381,870	404,022
Intangible assets	10	120,562	47,840
Deferred tax assets	11	25,416	19,915
Financial assets		10,000	10,000
Total Non-Current Assets		<u>537,848</u>	<u>481,777</u>
Total Assets		<u>1,401,668</u>	<u>1,350,857</u>
LIABILITIES			
Current Liabilities			
Trade and other payables	12	93,426	83,121
Current tax liabilities	11	23,702	-
Provisions	13	91,370	63,095
Total Current Liabilities		<u>208,498</u>	<u>146,216</u>
Non-Current Liabilities			
Provisions	13	5,954	4,902
Total Non-Current Liabilities		<u>5,954</u>	<u>4,902</u>
Total Liabilities		<u>214,452</u>	<u>151,118</u>
Net Assets		<u>1,187,216</u>	<u>1,199,739</u>
Equity			
Issued capital	14	1,138,759	1,138,759
Retained earnings	15	48,457	60,980
Total Equity		<u>1,187,216</u>	<u>1,199,739</u>

The accompanying notes form part of these financial statements

Manningham Community Enterprises Limited
ABN 69 101 174 270
Statement of Changes in Equity
for the Year Ended 30 June 2013

	Issued Capital \$	Retained Earnings \$	Total Equity \$
Balance at 1 July 2011	<u>1,138,759</u>	<u>199,695</u>	<u>1,338,454</u>
Total comprehensive income for the year	<u>-</u>	<u>34,122</u>	<u>34,122</u>
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	(172,837)	(172,837)
	<u>-</u>	<u>-</u>	<u>-</u>
Balance at 30 June 2012	<u><u>1,138,759</u></u>	<u><u>60,980</u></u>	<u><u>1,199,739</u></u>
Balance at 1 July 2012	<u>1,138,759</u>	<u>60,980</u>	<u>1,199,739</u>
Total comprehensive income for the year	<u>-</u>	<u>181,918</u>	<u>181,918</u>
Transactions with owners in their capacity as owners:			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	-	(194,441)	(194,441)
	<u>-</u>	<u>-</u>	<u>-</u>
Balance at 30 June 2013	<u><u>1,138,759</u></u>	<u><u>48,457</u></u>	<u><u>1,187,216</u></u>

The accompanying notes form part of these financial statements

Manningham Community Enterprises Limited
ABN 69 101 174 270
Statement of Cashflows
for the Year Ended 30 June 2013

	<u>Notes</u>	2013 \$	2012 \$
Cash Flows From Operating Activities			
Receipts from customers		2,295,158	2,173,752
Payments to suppliers and employees		(1,936,617)	(2,106,461)
Interest received		34,147	48,155
Interest paid		(92)	(24)
Income taxes paid		(24,761)	(35,303)
Net cash provided by operating activities	16	<u>367,835</u>	<u>80,119</u>
Cash Flows From Investing Activities			
Payments for property, plant and equipment		(12,023)	(11,139)
Payment of intangible assets		(99,551)	-
Loans advanced		-	(10,000)
Net cash used in investing activities		<u>(111,574)</u>	<u>(21,139)</u>
Cash Flows From Financing Activities			
Dividends paid		(194,441)	(172,837)
Net cash used in financing activities		<u>(194,441)</u>	<u>(172,837)</u>
Net increase/(decrease) in cash held		61,820	(113,857)
Cash and cash equivalents at the beginning of the financial year		630,749	744,606
Cash and cash equivalents at the end of the financial year	7(a)	<u><u>692,569</u></u>	<u><u>630,749</u></u>

The accompanying notes form part of these financial statements

Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 1. Summary of Significant Accounting Policies

a) Basis of Preparation

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

Compliance with IFRS

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

Critical accounting estimates

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

Historical cost convention

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

Comparative figures

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

Adoption of new and revised Accounting Standards

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

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

Economic dependency - Bendigo and Adelaide Bank Limited

The company has entered into a franchise agreement with Bendigo and Adelaide Bank Limited that governs the management of the **Community Bank®** branches at Doncaster East and Templestowe, Victoria.

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

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

Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 1. Summary of Significant Accounting Policies (*continued*)

a) Basis of Preparation (*continued*)

Economic dependency - Bendigo and Adelaide Bank Limited (*continued*)

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

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

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

b) Revenue

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

Revenue calculation

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

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

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

c) Income Tax

Current tax

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

Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 1. Summary of Significant Accounting Policies (*continued*)

c) Income Tax (*continued*)

Deferred tax

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

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

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

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

Current and deferred tax for the period

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

d) Employee Entitlements

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

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

e) Cash and Cash Equivalents

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

f) Trade Receivables and Payables

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

g) Property, Plant and Equipment

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

Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 1. Summary of Significant Accounting Policies (*continued*)

g) Property, Plant and Equipment (*continued*)

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

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

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

h) Intangibles

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

i) Payment Terms

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

j) Borrowings

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

k) Financial Instruments

Recognition and initial measurement

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

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

Derecognition

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

Classification and subsequent measurement

(i) Loans and receivables

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

(ii) Held-to-maturity investments

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

(iii) Financial liabilities

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

Impairment

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

Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 1. Summary of Significant Accounting Policies (*continued*)

l) Leases

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

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

m) Provisions

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

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

n) Contributed Equity

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

o) Earnings Per Share

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

p) Goods and Services Tax

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

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

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

Note 2. Financial Risk Management

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

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

(i) Market risk

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

(ii) Price risk

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

Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 2. Financial Risk Management (*continued*)

(iii) Credit risk

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

(iv) Liquidity risk

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

(v) Cash flow and fair value interest rate risk

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

(vi) Capital management

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

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

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

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

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

Note 3. Critical Accounting Estimates and Judgements

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

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

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

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

Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 3. Critical Accounting Estimates and Judgements (*continued*)

Taxation

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

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

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

Estimation of useful lives of assets

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

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the company's share of the net identifiable assets of the acquired branch/agency at the date of acquisition. Goodwill on acquisition is included in intangible assets. Goodwill is not amortised. Instead, goodwill is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses.

The calculations require the use of assumptions.

Impairment of assets

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

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

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

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

Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 4. Revenue from Ordinary Activities	2013	2012
	\$	\$
Operating activities:		
- gross margin	1,427,206	1,334,583
- services commissions	433,493	432,025
- other revenue	242,411	240,483
Total revenue from operating activities	<u>2,103,110</u>	<u>2,007,091</u>
Non-operating activities:		
- interest received	23,264	45,917
Total revenue from non-operating activities	<u>23,264</u>	<u>45,917</u>
Total revenues from ordinary activities	<u><u>2,126,374</u></u>	<u><u>2,053,008</u></u>

Note 5. Expenses

Depreciation of non-current assets:		
- plant and equipment	12,116	11,040
- leasehold improvements	17,708	18,923
- motor vehicles	4,351	4,332
Amortisation of non-current assets:		
- franchise agreement	3,480	4,296
- establishment fee	10,500	14,000
- franchise renewal fee	12,849	11,485
	<u>61,004</u>	<u>64,076</u>
Finance costs:		
- interest paid	<u>92</u>	<u>24</u>
Loss on disposal of non-current assets	<u>-</u>	<u>951</u>
Bad debts	<u>633</u>	<u>229</u>

Note 6. Income Tax Expense

The components of tax expense comprise:		
- Current tax	86,172	23,584
- Future income tax benefit attributed to losses	-	-
- Movement in deferred tax	(5,501)	(8,131)
- Recoupment of prior year tax loss	-	-
- Adjustments to tax expense of prior periods	(1,050)	(12,637)
	<u>79,621</u>	<u>2,816</u>
The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows:		
Operating profit	261,539	40,437
Prima facie tax on profit from ordinary activities at 30%	78,462	12,131
Add tax effect of:		
- non-deductible expenses	3,687	4,800
- timing difference expenses	5,501	8,131
- other deductible expenses	(1,478)	(1,478)
	<u>86,172</u>	<u>23,584</u>
Movement in deferred tax	11 (5,501)	(8,131)
Adjustments to tax expense of prior periods	(1,050)	(12,637)
	<u>79,621</u>	<u>2,816</u>

Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 7. Cash and Cash Equivalents	2013	2012
	\$	\$
Cash at bank and on hand	178,931	88,761
Term deposits	495,763	524,113
Security deposit	17,875	17,875
	<u>692,569</u>	<u>630,749</u>

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

Note 7.(a) Reconciliation of cash

Cash at bank and on hand	178,931	88,761
Term deposits	495,763	524,113
Security deposit	17,875	17,875
	<u>692,569</u>	<u>630,749</u>

Note 8. Trade and Other Receivables

Trade receivables	153,242	168,542
Other receivables and accruals	2,206	13,089
Prepayments	15,803	20,041
	<u>171,251</u>	<u>201,672</u>

Note 9. Property, Plant and Equipment

Plant and equipment

At cost	153,891	153,039
Less accumulated depreciation	(88,553)	(78,353)
	<u>65,338</u>	<u>74,686</u>

Leasehold improvements

At cost	379,558	370,366
Less accumulated depreciation	(86,647)	(68,982)
	<u>292,911</u>	<u>301,384</u>

Motor vehicles

At cost	34,644	34,645
Less accumulated depreciation	(11,023)	(6,693)
	<u>23,621</u>	<u>27,952</u>

Total written down amount	<u>381,870</u>	<u>404,022</u>
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Manningham Community Enterprises Limited
ABN 69 101 174 270
Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 9. Property, Plant and Equipment (*continued*)

	2013	2012
	\$	\$
Movements in carrying amounts:		
<u>Plant and equipment</u>		
Carrying amount at beginning	74,686	85,868
Additions	2,768	809
Disposals	-	-
Less: depreciation expense	(12,116)	(11,991)
Carrying amount at end	<u>65,338</u>	<u>74,686</u>
<u>Leasehold improvements</u>		
Carrying amount at beginning	301,384	309,977
Additions	9,235	10,330
Disposals	-	(951)
Less: depreciation expense	(17,708)	(17,972)
Carrying amount at end	<u>292,911</u>	<u>301,384</u>
<u>Motor vehicles</u>		
Carrying amount at beginning	27,952	32,283
Additions	-	-
Disposals	-	-
Less: depreciation expense	(4,331)	(4,331)
Carrying amount at end	<u>23,621</u>	<u>27,952</u>
Total written down amount	<u>381,870</u>	<u>404,022</u>

Note 10. Intangible Assets

<u>Franchise fee</u>		
At cost	101,138	81,484
Less: accumulated amortisation	(79,218)	(75,136)
	<u>21,920</u>	<u>6,348</u>
<u>Establishment fee</u>		
At cost	46,063	70,000
Less: accumulated amortisation	(46,063)	(36,166)
	<u>-</u>	<u>33,834</u>
<u>Renewal processing fee</u>		
At cost	161,258	57,425
Less: accumulated amortisation	(62,616)	(49,767)
	<u>98,642</u>	<u>7,658</u>
Total written down amount	<u>120,562</u>	<u>47,840</u>

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Notes to the Financial Statements
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Note 11. Tax

	2013	2012
	\$	\$
Current:		
Income tax payable/(refundable)	23,702	(36,659)
Non-Current:		
<u>Deferred tax assets</u>		
- accruals	1,621	7,955
- Under/over provision in respect to prior years	-	-
- employee provisions	29,198	20,400
	<u>30,819</u>	<u>28,355</u>
<u>Deferred tax liability</u>		
- accruals	(662)	3,927
- deductible prepayments	(4,741)	4,513
	<u>(5,403)</u>	<u>8,440</u>
Net deferred tax asset	<u>25,416</u>	<u>19,915</u>
Movement in deferred tax charged to statement of comprehensive income	<u>(5,501)</u>	<u>(8,131)</u>

Note 12. Trade and Other Payables

Trade creditors	53,494	45,249
Other creditors and accruals	39,932	37,872
	<u>93,426</u>	<u>83,121</u>

Note 13. Provisions

Current:

Provision for annual leave	49,618	33,546
Provision for long service leave	41,752	29,549
	<u>91,370</u>	<u>63,095</u>

Non-Current:

Provision for long service leave	<u>5,954</u>	<u>4,902</u>
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Note 14. Contributed Equity

2,160,461 Ordinary shares fully paid (2012: 2,160,461)	1,185,461	1,185,461
Less: equity raising expenses Doncaster East	(22,075)	(22,075)
Less: equity raising expenses Templestowe	(24,627)	(24,627)
	<u>1,138,759</u>	<u>1,138,759</u>

* 975,000 Bonus Shares were issued on 30 September 2009.

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Note 14. Contributed Equity (*continued*)

Rights attached to shares

(a) *Voting rights*

Subject to some limited exceptions, each member has the right to vote at a general meeting.

On a show of hands or a poll, each member attending the meeting (whether they are attending the meeting in person or by attorney, corporate representative or proxy) has one vote, regardless of the number of shares held. However, where a person attends a meeting in person and is entitled to vote in more than one capacity (for example, the person is a member and has also been appointed as proxy for another member) that person may only exercise one vote on a show of hands. On a poll, that person may exercise one vote as a member and one vote for each other member that person represents as duly appointed attorney, corporate representative or proxy.

The purpose of giving each member only one vote, regardless of the number of shares held, is to reflect the nature of the company as a community based company, by providing that all members of the community who have contributed to the establishment and ongoing operation of the **Community Bank®** have the same ability to influence the operation of the company.

(b) *Dividends*

Generally, dividends are payable to members in proportion to the amount of the share capital paid up on the shares held by them, subject to any special rights and restrictions for the time being attaching to shares. The franchise agreement with Bendigo and Adelaide Bank Limited contains a limit on the level of profits or funds that may be distributed to shareholders. There is also a restriction on the payment of dividends to certain shareholders if they have a prohibited shareholding interest (see below).

(c) *Transfer*

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

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

Prohibited shareholding interest

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

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

- They control or own 10% or more of the shares in the company (the "10% limit").
- In the opinion of the board they do not have a close connection to the community or communities in which the company predominantly carries on business (the "close connection test").
- Where the person is a shareholder, after the transfer of shares in the company to that person the number of shareholders in the company is (or would be) lower than the base number (the "base number test"). The base number is 346. As at the date of this report, the company had 374 shareholders.

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

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

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Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 14. Contributed Equity (continued)

Prohibited shareholding interest (continued)

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.

	2013	2012
	\$	\$
Balance at the beginning of the financial year	60,980	199,695
Net profit from ordinary activities after income tax	181,918	34,122
Dividends paid or provided for	(194,441)	(172,837)
Balance at the end of the financial year	<u>48,457</u>	<u>60,980</u>

Note 16. Statement of Cashflows

Reconciliation of profit from ordinary activities after tax to net cash provided by operating activities

Profit from ordinary activities after income tax	181,918	34,122
Non cash items:		
- depreciation	34,175	34,295
- amortisation	26,829	29,781
- loss on disposal of non-current assets	-	951
Changes in assets and liabilities:		
- (increase)/decrease in receivables	30,421	(23,229)
- (increase)/decrease in current tax assets	31,158	(24,356)
- (increase)/decrease in deferred tax assets	23,702	(8,131)
- increase in payables	10,305	34,618
- increase in provisions	29,327	2,068
Net cashflows provided by operating activities	<u>367,835</u>	<u>80,119</u>

Note 17. Leases

Operating lease commitments

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

Payable - minimum lease payments

- not later than 12 months	188,128	104,608
- between 12 months and 5 years	365,551	99,459
- greater than 5 years	-	-
	<u>553,679</u>	<u>204,067</u>

The property leases on both properties are both non-cancellable leases with a five-year term, with rent payable monthly in advance.

Note 18. Auditor's Remuneration

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

- audit and review services	4,950	4,500
- share registry services	2,847	3,910
- non audit services	3,921	4,090
	<u>11,718</u>	<u>12,500</u>

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Notes to the Financial Statements
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Note 19. Director and Related Party Disclosures

The names of directors who have held office during the financial year and their remuneration including superannuation, as follows:

Geoffrey Bruce Roberts	7,000	6,600
Erica Janice Mounter*	-	-
Raymond Thomas Lord	4,750	4,900
James Douglas Christie RFD	4,750	-
Raymond Bruce Barrington	4,750	3,500
Daryl Lindsay George Brown	4,750	4,900
Keith Crothers	4,750	4,900
Heather Elizabeth Herbert	4,750	4,900
Ian Graham Goldsmith (<i>Appointed 14 November 2012</i>)	-	-
Nicola Christine White (<i>Appointed 14 November 2012</i>)	3,000	-
Trevor Leigh Waring (<i>Resigned 8 August 2013</i>)	3,000	3,500
Eileen Margaret Cannon Haw (<i>Resigned 6 September 2012</i>)	-	4,900

Fees and payments to directors reflect the demands which are made on and the responsibilities of the directors. Directors' fees are reviewed annually by the Board. The Chairman's, Secretary's and Treasurer's fees are determined independently to the fees of remaining directors.

* Erica Janice Mounter was eligible for remuneration, but chose not receive it.

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:

	2013	2012
	\$	\$
Barrington's of Doncaster, a retail florist operated by Raymond Bruce Barrington supplied goods and services to the value of	<u>907</u>	<u>-</u>
Raymond Thomas Lord performed marketing and consultancy services to the value of	<u>17,380</u>	<u>14,780</u>
Nicola Christine White performed bookkeeping services to the value of	<u>11,935</u>	<u>9,680</u>

Directors' Shareholdings

	2013	2012
Geoffrey Bruce Roberts	5,000	5,000
Erica Janice Mounter	17,001	17,001
Raymond Thomas Lord	6,251	6,251
James Douglas Christie RFD	25,001	25,001
Raymond Bruce Barrington	7,501	7,501
Daryl Lindsay George Brown	8,000	8,000
Keith Crothers	17,500	17,500
Heather Elizabeth Herbert	7,000	7,000
Ian Graham Goldsmith (<i>Appointed 14 November 2012</i>)	-	-
Nicola Christine White (<i>Appointed 14 November 2012</i>)	-	-
Trevor Leigh Waring (<i>Resigned 8 August 2013</i>)	71,751	66,751
Eileen Margaret Cannon Haw (<i>Resigned 6 September 2012</i>)	5,000	5,000

There was no movement in directors' shareholdings during the year.

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Notes to the Financial Statements
for the Year Ended 30 June 2013

Note 20. Dividends Paid or Provided	2013	2012
	\$	\$
a. Dividends paid during the year		
100% (2012: 100%) franked dividend - 9 cents (2012: 8 cents) per share	194,441	172,837

The tax rate at which dividends have been franked is 30% (2012: 30%).

b. Franking account balance

Franking credits available for subsequent reporting periods are:

- franking account balance as at the end of the financial year	103,311	161,880
- franking credits/(debits) that will arise from payment/(refund) of income tax as at the end of the financial year	20,944	(34,264)
- franking debits that will arise from the payment of dividends recognised as a liability at the end of the financial year	-	-
Franking credits available for future financial reporting periods:	124,255	127,616
- franking debits that will arise from payment of dividends proposed or declared before the financial report was authorised for use but not recognised as a distribution to equity holders during the period	-	-
Net franking credits available	124,255	127,616

Note 21. Earnings Per Share	2013	2012
	\$	\$
(a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share	181,918	34,122
	Number	Number
(b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	2,160,461	2,160,461

Note 22. Events Occurring After the Balance Sheet Date

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

Note 23. Contingent Liabilities

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

Note 24. Segment Reporting

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

Note 25. Registered Office/Principal Place of Business

The registered office and principal place of business is:

Registered Office
900 - 902 Doncaster Road
Doncaster East VIC 3109

Principal Place of Business
900 - 902 Doncaster Road
Doncaster East VIC 3109

128 James Street
Templestowe VIC 3106

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Notes to the Financial Statements for the Year Ended 30 June 2013

Note 26. Financial Instruments

Net Fair Values

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

Credit Risk

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

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

Interest Rate Risk

Financial instrument	Floating interest rate		Fixed interest rate maturing in						Non interest bearing		Weighted average effective interest rate	
			1 year or less		Over 1 to 5 years		Over 5 years					
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	%	%
Financial Assets												
Cash and cash equivalents	178,431	88,261	513,638	541,988	-	-	-	-	500	500	3.37	5.27
Receivables	-	-	-	-	-	-	-	-	153,241	168,542	N/A	N/A
Financial Liabilities												
Payables	-	-	-	-	-	-	-	-	88,022	56,605	N/A	N/A

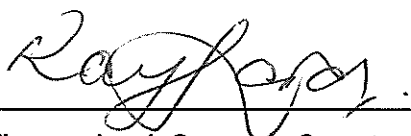
Manningham Community Enterprises Limited
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Directors' Declaration

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

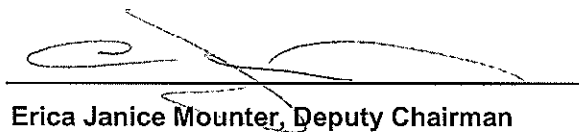
In the opinion of the directors:

- (a) the financial statements and notes of the company are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the company's financial position as at 30 June 2013 and of its performance for the financial year ended on that date; and
 - (ii) complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
- (b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.
- (c) the audited remuneration disclosures set out in the remuneration report section of the directors' report comply with Accounting Standard AASB124 Related Party Disclosures and the Corporations Regulations 2001.

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



Raymond Thomas Lord, Company Secretary



Erica Janice Mounter, Deputy Chairman

Signed on the 2nd of September 2013.

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

Report on the financial report

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

Directors' responsibility for the financial report

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

Auditor's responsibility

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

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

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

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

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

Independence

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

Auditor's opinion on the financial report

In our opinion:

- 1) The financial report of Manningham Community Enterprises Limited is in accordance with the *Corporations Act 2001* including giving a true and fair view of the company's financial position as at 30 June 2013 and of its financial performance and its cash flows for the year then ended and complying with Australian Accounting Standards and the Corporations Regulations 2001.
- 2) The financial report also complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Report on the remuneration report

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

Auditor's opinion

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



David Hutchings

Andrew Frewin Stewart

61 Bull Street Bendigo Vic 3550

Dated: 2 September 2013