



## Annexure 3A

### BSX Listing Rules

### Half yearly/Yearly Disclosure

References Version 1, Operative 23/8/2000

Chapter 3, BSX Listing Rules

#### Clifroy Limited

Name of entity

31 114 604 358

Half yearly (tick)

☒

31 December 2011

ABN, ACN or ARBN

Annual (tick)

☐

Half year/financial year ended  
(‘Current period’)

#### Summary

				\$A,000
Sales revenue or operating revenue	up	14%	to	556
Profit (loss) before abnormal items and after tax	down	18%	to	66
Abnormal items before tax		gain (loss) of		-
Profit (loss) after tax but before outside equity interests	down	18%	to	66
Extraordinary items after tax attributable to members		gain (loss) of		-
Profit (loss) for the period attributable to members	down	18%	to	66

Dividends (distributions)	Franking rate applicable	-
Current period	Final	8¢
	Interim	-¢
Previous corresponding period	Final	-¢
	Interim	-¢
Record date for determining entitlements to the dividend, (in the case of a trust distribution)		

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

Short details of any bonus or cash issue or other items(s) of importance not previously released to BSX:

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**Consolidated profit and loss account**

	Current period \$A'000	Previous corresponding period \$A'000
Sales revenue or operating revenue	556	489
Expenses from ordinary activities	(465)	(372)
Borrowing costs	-	(1)
Share of net profit (loss) of associates and joint venture entities	-	-
Profit (loss) from ordinary activities before tax	91	116
Income tax on ordinary activities	(25)	(35)
Profit (loss) from ordinary activities after tax	66	81
Outside equity interests	-	-
Profit (loss) from ordinary activities after tax attributable to members	66	81
Profit (loss) from extraordinary activities after tax attributable to members	-	-
Profit (loss) for the period attributable to members	66	81
Retained profits (accumulated losses) at the beginning of the financial period	7	(131)
Net transfers to and from reserves	-	-
Net effect of changes in accounting policies	-	-
Dividends paid or payable	69	-
Retained profits (accumulated losses) at end of financial period	4	(50)

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

**Profit restated to exclude amortisation of goodwill**

	Current period \$A'000	Previous corresponding period \$A'000
Profit (loss) from ordinary activities after tax before outside equity interests and amortisation of goodwill	66	81
Less (plus) outside equity interests	-	-
Profit (loss) from ordinary activities after tax (before amortisation of goodwill) attributable to members	66	81

**Revenue and expenses from operating activities**

	Current period \$A'000	Previous corresponding period \$A'000
Details of revenue and expenses		
Commission Revenue	550	475
Bank Interest Income	6	4
Other Revenue	-	10

**Intangible and extraordinary items**

	Consolidated - current period		
	Before tax \$A'000	Related tax \$A'000	After tax \$A'000
Amortisation of goodwill	-	-	-
Amortisation of other intangibles	7	-	7
<b>Total amortisation of intangibles</b>	7	-	7
Extraordinary items (details)	-	-	-
<b>Total extraordinary items</b>	-	-	-

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

**Comparison of half year profits**  
(Annual statement only)

	Current year - \$A'000	Previous year - \$A'000
Consolidated profit (loss) from ordinary activities after tax attributable to members reported for the 1st half year	-	-
Consolidated profit (loss) from ordinary activities after tax attributable to members for the 2nd half year	-	-

**Consolidated balance sheet**

	At end of current period \$A'000	As shown in last annual report \$A'000	As in last half yearly statement \$A'000
<b>Current assets</b>			
Cash	489	462	433
Receivable	83	73	70
Investments	-	-	-
Inventories	-	-	-
Other (provide details if material)	-	-	-
<b>Total current assets</b>	<b>572</b>	<b>535</b>	<b>503</b>
<b>Non-current assets</b>			
Receivables	-	-	-
Investments	-	-	-
Other property, plant and equipment (net)	219	226	232
Intangibles (net)	57	64	1
Other (Deferred Tax Asset)	6	6	32
<b>Total non-current assets</b>	<b>282</b>	<b>296</b>	<b>265</b>
<b>Total assets</b>	<b>854</b>	<b>831</b>	<b>768</b>
<b>Current liabilities</b>			
Accounts payable	33	30	26
Borrowings	5	5	5
Provisions	13	16	16
Other (provide details if material)	28	3	-
<b>Total current liabilities</b>	<b>79</b>	<b>54</b>	<b>47</b>

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

<b>Non-current liabilities</b>			
Accounts payable	-	-	-
Borrowings	6	8	10
Provisions	11	8	7
Other (provide details if material)	-	-	-
<b>Total non-current liabilities</b>	<b>17</b>	<b>16</b>	<b>17</b>
<b>Total liabilities</b>	<b>96</b>	<b>70</b>	<b>64</b>
<b>Net assets</b>	<b>758</b>	<b>761</b>	<b>703</b>
<b>Equity</b>			
Capital	754	754	754
Reserves	-	-	-
Retained profits (accumulated losses)	4	7	(51)
Equity attributable to members of the parent entity	-	-	-
Outside equity interests in controlled entities	-	-	-
<b>Total equity</b>	<b>758</b>	<b>761</b>	<b>703</b>
Preference capital and related premium included	-	-	-

**Consolidated statement of cash flows**

<b>Cash flows related to operating activities</b>	Current period \$A'000	Previous corresponding period \$A'000
Receipts from customers	598	444
Payments to suppliers and employees	(502)	(339)
Dividends received	-	-
Interest and other items of similar nature received	2	3
Interest and other costs of finance paid	-	(1)
Income taxes paid	-	-
Other (provide details if material)	-	-
<b>Net operating cash flows</b>	<b>98</b>	<b>107</b>

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

<b>Cash flows related to investing activities</b>		
Payments for purchases of property, plant and equipment	-	-
Proceeds from sale of property, plant and equipment	-	-
Payment for purchases of equity investments	-	-
Proceeds from sale of equity investments	-	-
Loans to other entities	-	-
Loans repaid by other entities	-	-
Other (provide details if material)	-	-
<b>Net investing cash flows</b>	-	-
<b>Cash flows related to financing activities</b>		
Proceeds from issues of securities (shares, options, etc.)	-	(43)
Proceeds from borrowings	-	-
Repayment of borrowings	(2)	(2)
Dividends paid	(69)	-
Other (provide details if material)	-	-
<b>Net financing cash flows</b>	(71)	(45)
<b>Net increase (decrease) in cash held</b>	27	62
Cash at beginning of period (see Reconciliation of cash)	462	371
Exchange rate adjustments	-	-
<b>Cash at end of period</b> (see Reconciliation of cash)	489	433

**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.*

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**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

**Reconciliation of cash**

Reconciliation of cash at the end of the period (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.

	Current period \$A'000	Previous corresponding period \$A'000
Cash on hand and at bank	183	236
Deposits at call	300	191
Bank overdraft	-	-
Other (dividend account)	6	6
Total cash at end of period	489	433

**Ratios**

	Current period	Previous corresponding period
<b>Profit before tax/sales</b>		
Consolidated profit (loss) from ordinary activities before tax as a percentage of sales revenue	16%	24%
<b>Profit after tax/equity interests</b>		
Consolidated profit (loss) from ordinary activities after tax attributable to members as a percentage of equity (similarly attributable) at the end of the period	9%	11%

**Earnings per security (EPS)**

	Current period	Previous corresponding period
Calculation of basic, and fully diluted, EPS in accordance with AASB 1027: Earnings per Share		
(a) Basic EPS	7.6c	9.29c
(b) Diluted EPS (if materially different from (a))	-	-

**NTA backing**

	Current period	Previous corresponding period
Net tangible asset backing per ordinary security	80c	80c

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

**Details of specific receipts/outlays, revenues/expenses**

	Current period A\$'000	Previous corresponding period \$A'000
Interest revenue included	6	3
Interest revenue included but not yet received (if material)	-	-
Interest costs excluded from borrowing costs capitalised in asset values	-	-
Outlays (excepts those arising from the acquisition of an existing business) capitalised in intangibles (if material)	-	-
Depreciation (excluding amortisation of intangibles)	(7)	(8)
Other specific relevant items	-	-

**Control gained over entities having material effect**

Name of entity	N/A
Consolidated profit (loss) from ordinary activities and extraordinary items after tax of the entity since the date in the current period on which control was acquired	\$-
Date from which such profit has been calculated	-
Profit (loss) from ordinary activities and extraordinary items after tax of the entity for the whole of the previous corresponding period	\$-

**Loss of control of entities having material effect**

Name of entity	N/A
Consolidated profit (loss) from ordinary activities and extraordinary items after tax of the entity for the current period to the date of loss of control	\$-
Date from which the profit (loss) has been calculated	-
Consolidated profit (loss) from ordinary activities and extraordinary items after tax of the entity while controlled during the whole of the previous corresponding period	\$-
Contribution to consolidated profit (loss) from ordinary activities and extraordinary items from sale of interest leading to loss of control	\$-



**Reports for industry and geographical segments**

**Segments**

Operating Revenue

Sales to customers outside the economic entity

Inter-segment sales

Unallocated revenue

Total revenue

Segment result

Unallocated expenses

Consolidated profit from ordinary activities after tax (before equity accounting)

Segment assets	)	<i>Comparative data for segment assets should be as at the end of the previous corresponding period</i>
Unallocated assets	)	
Total assets	)	

**Dividends**

Date the dividend is payable

-
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Record date to determine entitlements to the dividend (ie. on the basis of registrable transfers received up to 5.00 pm)

-
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**Amount per security**

		<i>Franking rate applicable</i>	%	%	%
<i>(annual report only)</i>					
<b>Final dividend:</b>	Current year	8¢	N/A	-¢	N/A
	Previous year	-¢	N/A	-¢	N/A
<i>(Half yearly and annual statements)</i>					
<b>Interim dividend:</b>	Current year	-¢	N/A	-¢	N/A
	Previous year	-¢	-¢	-¢	-¢

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

**Total annual dividend (distribution) per security**

*(Annual statement only)*

	Current year	Previous year
Ordinary securities	-¢	-¢
Preference securities	-¢	-¢

**Total dividend (distribution)**

	Current period \$A'000	Previous corresponding period - \$A'000
Ordinary securities	\$69	\$-
Preference securities	\$-	\$-
<b>Total</b>	\$69	\$-

**Half yearly report – interim dividend (distribution) on all securities or Annual report – final dividend (distribution) on all securities**

	Current period \$A'000	Previous corresponding period - \$A'000
Ordinary securities	\$-	\$-
Preference securities	\$-	\$-
<b>Total</b>	\$-	\$-

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

Any other disclosures in relation to dividends (distributions)

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

**Equity accounted associated entities and other material interests**

*Equity accounting information attributable to the economic entity's share of investments in associated entities must be disclosed in a separate notice. See AASB 1016: Disclosure of Information about Investments in Associated Companies.*

Entities share of:	Current period A\$'000	Previous corresponding period A\$'000
Profit (loss) from ordinary activities before tax.	-	-
Income tax	-	-
Profit (loss) from ordinary activities after tax	-	-
Extraordinary items net of tax	-	-
Net profit (loss)	-	-
Outside equity interests	-	-
Net profit (loss) attributable to members	-	-

**Material interests in entities which are not controlled entities**

*The entity has an interest (that is material to it) in the following entities.*

Name of entity	Percentage of ownership interest held at end of period or date of disposal		Contribution to profit (loss) from ordinary activities and extraordinary items after tax	
Equity accounted associates and joint venture entities	Current period	Previous corresponding period	Current period \$A'000	Previous corresponding period \$A'000
	-	-	-	-
	-	-	-	-
<b>Total</b>	-	-	-	-
<b>Other material interests</b>	-	-	-	-
	-	-	-	-
	-	-	-	-
<b>Total</b>	-	-	-	-

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

**Issued and listed securities**

*Description includes rate of interest and any redemption or conversion rights together with prices and dates.*

Category of securities	Number issued	Number listed	Issue Price (cents)	Paid-up value (cents)
<b>Preference securities</b> <i>(description)</i>	-	-	-	-
Changes during current period	-	-	-	-
<b>Ordinary securities</b>	867,013	867,013	100	90
Changes during current period	-	-	-	-
<b>Convertible debt securities</b> <i>(description and conversion factor)</i>	-	-	-	-
Changes during current period	-	-	-	-
			Exercise price	Expiry date
<b>Options</b> <i>(description and conversion factor)</i>	-	-	-	-
Changes during current period	-	-	-	-
Exercised during current period	-	-	-	-
Expired during current period	-	-	-	-
<b>Debentures</b>	-	-		
<b>Unsecured Notes</b>	-	-		

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

**Discontinuing Operations**

**Consolidated profit and loss account**

	Continuing operations		Discontinuing operations		Total entity	
	Current period - \$A'000	Previous corresponding period - \$A'000	Current period - \$A'000	Previous corresponding period - \$A'000	Current period - \$A'000	Previous corresponding period - \$A'000
Sales revenue or operation revenue	-	-	-	-	-	-
Other revenue	-	-	-	-	-	-
Expenses from ordinary activities	-	-	-	-	-	-
Profit (loss) before tax	-	-	-	-	-	-
Less tax	-	-	-	-	-	-
Profit (loss) from ordinary activities after tax	-	-	-	-	-	-

**Consolidated statement of cash flows**

	Continuing operations		Discontinuing operations		Total entity	
	Current period - \$A'000	Previous corresponding period - \$A'000	Current period - \$A'000	Previous corresponding period - \$A'000	Current period - \$A'000	Previous corresponding period - \$A'000
Net operating cash flows	-	-	-	-	-	-
Net investing cash flows	-	-	-	-	-	-
Net financing cash flows	-	-	-	-	-	-

**Annexure 3A**  
**Half Yearly/Yearly Disclosure**

**Other disclosures**

	Current period A\$'000	Previous corresponding period A\$'000
Carrying amount of items to be disposed of:	-	-
- total assets	-	-
- total liabilities	-	-
Profit (loss) on disposal of assets or settlement of liabilities	-	-
Related tax		
Net profit (loss) on discontinuance	-	-

Description of disposals

**Comments by *Directors***

**Basis of accounts preparation**

*If this statement is a half yearly statement it should be read in conjunction with the last annual report and any announcements to the market made by the entity during the period.*

Material factors affecting the revenues and expenses of the entity for the current period including seasonal or cyclical factors

The company continues to trade in line with expectations and the entity has no material factors that have effected the revenues and expenses to report for the current period.

## Annexure 3A Half Yearly/Yearly Disclosure

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 February 2012 the Company Directors awarded 25 Community Grant Program applicants a total of \$210,014. \$174,268 was transferred to the Community Enterprises Foundation in February to add to previously held contributions and the grants will be paid via the Community Enterprise Foundation in March 2012.

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

N/A

Changes in accounting policies since the last annual report and estimates of amounts reported in prior years are disclosed as follows.

N/A

Changes in the amounts of contingent liabilities or assets since the last annual report are disclosed as follows.

N/A

### Additional disclosure for trusts

Number of units held by the management company or responsible entity to their related parties.

N/A

A statement of the fees and commissions payable to the management company or responsible entity.

Identify:

- Initial service charges
- Management fees
- Other fees

N/A

### Annual meeting *(Annual statement only)*

The annual meeting will be held as follows:

Place	N/A
Date	N/A
Time	N/A
Approximate date the annual report will be available	N/A

**Compliance statement**

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Law.
- 2 This statement, and the financial statements under the Corporations Law (if separate), use the same accounting policies.
- 3 In the case of a half-yearly report the same accounting standards and methods of computation are followed as compared with the most recent annual accounts.
- 4 This statement does give a true and fair view of the matters disclosed.
- 5 This statement is based on financial statements to which one of the following applies:

*(Tick one)*

- ☐ 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.

- 6 If the accounts have been or are being audited or subject to review and the audit report is not attached, details of any qualifications are attached.
- 7 The entity has ~~does not have~~\* (*delete one*) a formally constituted audit committee.



Sign here: ..... Date: 13 March 2012  
(*Director/Company secretary*)

Print name: Michelle Kellie Burns

**Notes**

**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 entity must attach a note providing additional information and explanations to give a true and fair view.

**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 entity must explain in a note the major items responsible for the difference and their amounts.

**Additional information** An entity 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.



# **Clifroy Limited**

**Financial Statements**

**for the half-year ended**

**31 December 2011**

**Clifroy Limited**  
**ABN 31 114 604 358**  
**Directors' Report**

Your directors submit the financial report of the company for the half-year ended 31 December 2011.

**Directors**

The names of directors who held office during the half year and until the date of this report are as below:

Adrian Howard Nelson

Michelle Kellie Burns

Jenny Maree Farrar

Yann Burden

Aisling Mary Callaghan

Clare Elizabeth Carmody

Peter Raymond Hille (*Appointed 3 August 2011*)

Jennifer Anne Gawne (*Resigned 10 November 2011*)

Greg Randall Tinkler (*Resigned 1 October 2011*)

**Principal Activities**

The principal activity of the company during the course of the financial period was in facilitating **Community Bank®** services under management rights to operate a franchised branch of Bendigo and Adelaide Bank Limited.

**Review and Results of Operations**

Operations have continued to perform in line with expectations. The net profit of the company for the financial period after the provision of income tax was: \$65,921 [2010: \$80,544].

**Matters Subsequent to the End of the Reporting Period**

In February 2012 the Company Directors awarded 25 Community Grant Program applicants a total of \$210,014. \$174,268 was transferred to the Community Enterprises Foundation in February to add to previously held contributions and the grants will be paid via the Community Enterprise Foundation in March 2012.

There are no other 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.

**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 2.

Signed in accordance with a resolution of the directors at Clifton Hill, Victoria on 13 March 2012.

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Adrian Howard Nelson, Chairman

**Lead Auditor's Independence Declaration under section 307C of the Corporations Act 2001  
to the directors of Clifroy Limited**

I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2011 there have been:

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



**GRAEME STEWART**  
**ANDREW FREWIN & STEWART**  
61-65 Bull Street Bendigo 3550

Dated this 13<sup>th</sup> day of March 2012

**Clifroy Limited**  
**ABN 31 114 604 358**  
**Statement of Comprehensive Income**  
**for the half-year ended 31 December 2011**

	<u>Notes</u>	<b>2011</b> <b>\$</b>	<b>2010</b> <b>\$</b>
Revenue from ordinary activities		555,897	488,510
Employee benefits expense		(221,781)	(199,308)
Charitable donations, sponsorship, advertising and promotion		(108,024)	(52,006)
Occupancy and associated costs		(49,874)	(48,656)
Systems costs		(10,235)	(10,552)
Depreciation and amortisation expense		(13,776)	(9,015)
Finance costs		(481)	(616)
General administration expenses		(60,516)	(53,100)
<b>Profit before income tax expense</b>		<b>91,210</b>	<b>115,257</b>
Income tax expense	6	(25,289)	(34,713)
<b>Profit after income tax expense</b>		<b>65,921</b>	<b>80,544</b>
<b>Total comprehensive income for the year attributable to members</b>		<b>65,921</b>	<b>80,544</b>
<b>Earnings per Share</b>		<u><b>c</b></u>	<u><b>c</b></u>
Basic from profit for the period:		7.6	9.29

*The accompanying notes form part of these financial statements.*

**Clifroy Limited**  
**ABN 31 114 604 358**  
**Balance Sheet**  
**as at 31 December 2011**

	<b>31-Dec 2011 \$</b>	<b>30-Jun 2011 \$</b>
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash assets	488,590	461,796
Trade and other receivables	83,098	73,131
<b>Total Current Assets</b>	<b><u>571,688</u></b>	<b><u>534,927</u></b>
<b>Non-Current Assets</b>		
Property, plant and equipment	219,394	226,229
Intangible assets	56,696	63,638
Deferred tax asset	5,769	6,392
<b>Total Non-Current Assets</b>	<b><u>281,859</u></b>	<b><u>296,259</u></b>
<b>Total Assets</b>	<b><u>853,547</u></b>	<b><u>831,186</u></b>
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Trade and other payables	33,198	29,722
Current tax liabilities	27,599	2,933
Borrowings	4,968	4,968
Provisions	13,021	16,195
<b>Total Current Liabilities</b>	<b><u>78,786</u></b>	<b><u>53,818</u></b>
<b>Non-Current Liabilities</b>		
Borrowings	6,310	8,253
Provisions	10,644	7,868
<b>Total Non-Current Liabilities</b>	<b><u>16,954</u></b>	<b><u>16,121</u></b>
<b>Total Liabilities</b>	<b><u>95,740</u></b>	<b><u>69,939</u></b>
<b>Net Assets</b>	<b><u>757,807</u></b>	<b><u>761,247</u></b>
<b>Equity</b>		
Issued capital	753,928	753,928
Retained earnings	3,879	7,319
<b>Total Equity</b>	<b><u>757,807</u></b>	<b><u>761,247</u></b>

*The accompanying notes form part of these financial statements.*

**Clifroy Limited**  
**ABN 31 114 604 358**  
**Statement of Changes in Equity**  
**for the half-year ended 31 December 2011**

	<b>Issued Capital \$</b>	<b>Retained Earnings \$</b>	<b>Total Equity \$</b>
<b>Balance at 1 July 2010</b>	797,278	(130,993)	666,285
Total comprehensive income for the year	<u>-</u>	<u>80,544</u>	<u>80,544</u>
	<b>797,278</b>	<b>(50,449)</b>	<b>746,829</b>
<b>Transactions with owners in their capacity as owners:</b>			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Return of capital provided for or paid	<u>(43,350)</u>	<u>-</u>	<u>(43,350)</u>
<b>Balance at 31 December 2010</b>	<u><b>753,928</b></u>	<u><b>(50,449)</b></u>	<u><b>703,479</b></u>
<b>Balance at 1 July 2011</b>	753,928	7,319	761,247
Total comprehensive income for the year	<u>-</u>	<u>65,921</u>	<u>65,921</u>
	<b>753,928</b>	<b>73,240</b>	<b>827,168</b>
<b>Transactions with owners in their capacity as owners:</b>			
Shares issued during period	-	-	-
Costs of issuing shares	-	-	-
Dividends provided for or paid	<u>-</u>	<u>(69,361)</u>	<u>(69,361)</u>
<b>Balance at 31 December 2011</b>	<u><b>753,928</b></u>	<u><b>3,879</b></u>	<u><b>757,807</b></u>

*The accompanying notes form part of these financial statements.*

**Clifroy Limited**  
**ABN 31 114 604 358**  
**Cash Flow Statement**  
**for the half-year ended 31 December 2011**

	<b>2011</b>	<b>2010</b>
	<b>\$</b>	<b>\$</b>
<b>Cash Flows From Operating Activities</b>		
Receipts from customers	598,205	443,533
Payments to suppliers and employees	(501,577)	(339,006)
Interest paid	(481)	(616)
Interest received	1,951	3,594
<b>Net cash provided by operating activities</b>	<b><u>98,098</u></b>	<b><u>107,505</u></b>
<b>Cash Flows From Investing Activities</b>		
Payments for property, plant and equipment	-	51
<b>Net cash provided by investing activities</b>	<b><u>-</u></b>	<b><u>51</u></b>
<b>Cash Flows From Financing Activities</b>		
Repayment of borrowings	(1,943)	(1,808)
Return of capital paid	(69,361)	(43,350)
<b>Net cash used in financing activities</b>	<b><u>(71,304)</u></b>	<b><u>(45,158)</u></b>
<b>Net increase in cash held</b>	<b>26,794</b>	<b>62,398</b>
Cash at the beginning of the financial year	461,796	370,727
<b>Cash at the end of the half-year</b>	<b><u><u>488,590</u></u></b>	<b><u><u>433,125</u></u></b>

*The accompanying notes form part of these financial statements.*

**Clifroy Limited**  
**ABN 31 114 604 358**  
**Notes to the financial statements**  
**for the half-year ended 31 December 2011**

**Note 1. Summary of Significant Accounting Policies**

*Statement of Compliance*

The half-year financial statements are a general purpose financial report prepared in accordance with the requirements of the *Corporations Act 2001* and Australian Accounting Standard AASB 134: *Interim Financial Reporting*. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34: *Interim Financial Reporting*.

*Basis of Preparation*

The half-year financial report is intended to provide users with an update on the latest annual financial statements and does not include all the notes of the type normally included in an annual financial report. Accordingly the report shall be read in conjunction with the annual financial report for the year ended 30 June 2011 and any public announcements made by the company during the period.

The same accounting policies and methods of computation have been followed in this interim financial report as were applied in the most recent annual financial statements and the previous corresponding interim period.

The half-year financial report has been prepared on an accruals basis and is based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

The company has elected not to early adopt the new and amended Accounting Standards and Interpretations, as outlined in the annual financial report for the year ended 30 June 2011, that have mandatory application dates during future reporting periods.

There are no new and revised Standards and amendments thereof and Interpretations effective for the current reporting period relevant to the company that were not disclosed in the annual financial report for the year ended 30 June 2011.

**Note 2. Events Subsequent to Reporting Date**

In February 2012 the Company Directors awarded 25 Community Grant Program applicants a total of \$210,014. \$174,268 was transferred to the Community Enterprises Foundation in February to add to previously held contributions and the grants will be paid via the Community Enterprise Foundation in March 2012.

There have been no other events subsequent to reporting date that would materially effect the financial statements at the reporting date.

**Note 3. Contingent Assets and Liabilities**

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

**Note 4. Segment Reporting**

The economic entity operates in a single service sector where it facilitates community banking services in the Clifton Hill and North Fitzroy suburbs of Melbourne, Victoria pursuant to a franchise agreement with Bendigo and Adelaide Bank Limited.



**Clifroy Limited**  
**ABN 31 114 604 358**  
**Notes to the financial statements**  
**for the half-year ended 31 December 2011**

**Note 5. Related Parties**

Arrangements with related parties continue to be in place. For details on these arrangements, refer to the 30 June 2011 annual financial report.

<b>Note 6. Income Tax Expense</b>	<b>2011 \$</b>	<b>2010 \$</b>
The components of tax expense comprise:		
- Current tax	26,740	-
- Future income tax benefit attributed to losses	-	-
- Movement in deferred tax	623	(1,566)
- Recoupment of prior year tax losses	-	36,279
- Adjustments to tax expense of prior periods	(1,736)	-
- Over provision in respect to prior years	(339)	-
	<u>25,289</u>	<u>34,713</u>
The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows:		
Operating profit	91,210	115,257
Prima facie tax on profit from ordinary activities at 30%	27,363	34,578
Add tax effect of:		
- non-deductible expenses	-	-
- timing difference expenses	(623)	1,566
- other deductible expenses	(339)	135
	<u>26,401</u>	<u>36,279</u>
Movement in deferred tax	623	(1,566)
Adjustments to tax expense of prior periods	(1,736)	-
	<u>25,289</u>	<u>34,713</u>

Adjustments to tax expense of prior periods relates to the tax deductibility of amortisation on the renewal franchise fee and renewal processing fee. A tax deduction was not initially claimed for the amortisation on these items, pending the outcome of a private tax ruling by the Commissioner of Taxation. While the original private tax ruling held that these items were in fact not tax deductible, the ruling was overturned by Administrative Appeals Tribunal decision 607 handed down on 31 August 2011. Therefore amortisation on the renewal franchise fee and renewal processing fee can now be claimed as a tax deduction. Amendment to the applicable income tax returns will be undertaken, with the overall tax effect of the change outlined below:

Year	Franchise Fee	Amortisation Process Fee	Total	Tax effect @ 30%
2011	964	4,821	5,785	1,736
	<u>964</u>	<u>4,821</u>	<u>5,785</u>	<u>1,736</u>

**Note 7. Dividends Paid**

	<b>2011 Cents</b>	<b>2011 \$</b>	<b>2010 Cents</b>	<b>2010 \$</b>
Unfranked dividend paid in the period	8	69,361	-	-

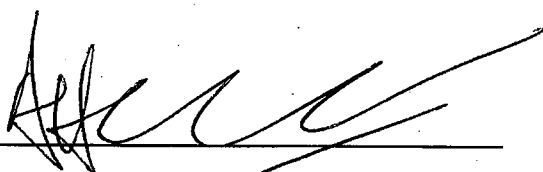
**Clifroy Limited**  
**ABN 31 114 604 358**  
**Directors' Declaration**

In the opinion of the directors of Clifroy Limited ("the company"):

- 1 The financial statements and notes thereto are in accordance with the *Corporations Act 2001* including:
  - (a) giving a true and fair view of the financial position of the entity as at 31 December 2011 and of its performance, as represented by the results of its operations and cash flows for the half-year ended on that date;
  - (b) complying with Australian Accounting Standard *AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*; and
- 2 There are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

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

A handwritten signature in black ink, appearing to read 'Adrian Howard Nelson', is written over a horizontal line.

**Adrian Howard Nelson, Chairman**

Dated this 13th day of March 2012.



## **Independent Auditor's Review Report to the Members of Clifroy Limited**

### **Report on the Half-year Financial Report**

We have reviewed the accompanying half-year financial report of Clifroy Limited, which comprises the balance sheet as at 31 December 2011, the statement of comprehensive income, statement of changes in equity and cash flow statement for the half-year ended on that date, a statement of significant accounting policies and other explanatory information and the directors' declaration.

### **Directors' Responsibility for the Half-year Financial Report**

The directors of the company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Act 2001. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the half-year financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

### **Auditor's Responsibility**

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with the Auditing Standard on Review Engagements ASRE 2410: Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the company's financial position as at 31 December 2011 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134: Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of Clifroy Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

While we considered the effectiveness of management's internal controls over financial reporting when determining the nature and extent of our procedures, our review was not designed to provide assurance on internal controls.

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

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## **Independence**

In conducting our review we have complied with the independence requirements of the Corporations Act 2001.

## **Auditor's Opinion**

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Clifroy Limited is not in accordance with the Corporations Act 2001 including:

- a) Giving a true and fair view of the company's financial position at 31 December 2011 and of its performance for the half-year ended on that date; and
- b) Complying with Accounting Standard AASB 134: Interim Financial Reporting and the Corporations Regulations 2001.



**GRAEME STEWART**  
**ANDREW FREWIN & STEWART**  
61-65 Bull Street, Bendigo, 3550

Dated this 13<sup>th</sup> day of March 2012