

Manningham

Community Enterprises Limited

Formerly

Doncaster East

Community Financial Services Limited

Financial Statements

as at

30 June 2009

Manningham Community Enterprises Limited

Formerly

Doncaster East Community Financial Services Limited

ABN 69 101 174 270

Directors' Report

Your Directors submit the financial report of the company for the financial year ended 30 June 2009.

Directors

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

Raymond Thomas Lord

Chairman

Age: 62

Occupation: Media Liaison Officer

Experience and expertise:

Raymond has thirty 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

Deputy Chairman

Age: 64

Occupation: Consultant

Experience and expertise:

James brings a wealth of experience from his former 38 year career as a senior executive in the retail banking sector, both in Australia and overseas. James served as Lieutenant Colonel in the Australian Army Reserve. He currently works as a consultant to Bendigo Bank mentoring both new and established Community Bank companies. He is 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.

Erica Janice Mounter

Director

Age: 65

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 in her spare time assists both Life Education Victoria and Templestowe Retirement Village with their accounting needs.

Raymond Bruce Barrington

Director

Age: 61

Occupation: Retail Florist

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 been self employed in the family business for the past 20 years.

Daryl Lindsay George Brown

Director

Age: 65

Occupation: Accountant

Experience and expertise:

Daryl is a Certified Practising Accountant and principal of an accounting firm specialising in small business. He is also partner in a Mortgage Broking and Asset Finance company.

Trevor Leigh Waring

Director

Age: 59

Occupation: Property Manager/Plantation Developer

Experience and expertise:

Trevor spent seven years as a city Councilor before becoming Mayor in 1989-1990. His past experience includes drainage contracting and cleaning. He has a history of involvement in numerous community groups. Trevor is currently tackling the salinity issues faced by hardwood timber plantations in Central Victoria, Australia.

Keith Crothers

Secretary

Age: 62

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 currently Business Manager for an asset management/investment company.

Geoffrey Bruce Roberts

Director (Appointed 22 January 2009)

Age: 65

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 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.

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

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

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Directors' Report

Company Secretary

The Company Secretary is Keith Crothers, Keith took over as Secretary from Erica Mounter on the 27th of November 2008. Keith previously had five years experience as a Secretary in a community not for profit organisation. Keith was involved in the establishment of the Junior Observer Program with six secondary college students involved in the role of observers to the Board.

Principal activities

The principal activities of the company during the course of the financial year were in facilitating community banking services under management rights to operate a franchised branch 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 2009 | Year ended 30 June 2008 |
|----------------------------|----------------------------|
| \$ | \$ |
| 173,134 | 157,997 |

Remuneration Report

(a) Remuneration of Directors

At the Company's Annual General Meeting held on the 13th of November 2008 a resolution was passed giving approval for Director's Fees to be paid to Directors. It was agreed that an amount of \$30,000 be made available for the Director's Fees and a Remuneration Committee has been established. The Remuneration Committee decided that payment of these fees start from 1 January 2010.

(b) Remuneration of Executives

Remuneration package paid to the Senior Manager of the Company for the year ended 30 June 2009 was in the range \$85,000 to \$95,000 (2008: \$85,000 to \$95,000).

Dividends

| | Year Ended 30 June 2009 | |
|---|-------------------------|-----------|
| | <u>Cents</u> | <u>\$</u> |
| Final dividends recommended: | 11 | 71,501 |
| Dividends paid in the year: | | |
| - As recommended in the prior year report | 11 | 71,501 |

The Directors resolved on 27 August 2009 to pay a fully franked final dividend of 11 cents to ordinary shareholders, payable in November 2009.

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 report.

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Directors' Report

Matters subsequent to the end of the financial year

At an Extraordinary Meeting held on the 12th of August 2009 three motions were voted upon and passed. The motions were:

- that the Company would issue not more than 700,000 shares for the purpose of raising capital for the establishment of a second Community Bank branch at Templestowe village.
- that the name of the Company be changed to Manningham Community Enterprises Limited.
- that changes as required be made to the Constitution and the updated Constitution be adopted.

There are no other 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 17 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 all officers of the company being the Manager and Treasurer in respect of liabilities to other persons (other than the company or related body corporate) that may arise from their position as Directors or Manager of the company except where the liability arises out of conduct involving the lack of good faith.

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

Directors Meetings

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

| | Number of Board Meetings eligible to attend | Number attended |
|---|--|------------------------|
| Raymond Thomas Lord | 11 | 10 |
| James Douglas Christie RFD | 11 | 5 |
| Erica Janice Mounter | 11 | 9 |
| Raymond Bruce Barrington | 11 | 10 |
| Daryl Lindsay George Brown | 11 | 9 |
| Trevor Leigh Waring | 11 | 11 |
| Keith Crothers | 11 | 10 |
| Geoffrey Bruce Roberts (<i>Appointed 22 January 2009</i>) | 6 | 3 |

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Directors' Report

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 Professional Statement F1, 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 5.

Signed in accordance with a resolution of the Board of Directors at Doncaster East, Victoria on 27 August 2009.



Raymond Thomas Lord, Chairman



Keith Crothers, Secretary

**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 2009 there have been:

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



Graeme Stewart
Auditor

Andrew Frewin & Stewart
Bendigo, Victoria

Dated this 27 day of August 2009

Manningham Community Enterprises Limited
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Income Statement
for the year ended 30 June 2009

| | <u>Notes</u> | 2009 \$ | 2008 \$ |
|--|--------------|--------------------------|--------------------------|
| Revenues from ordinary activities | 3 | 1,197,210 | 1,010,886 |
| Salaries and employee benefits expense | | (423,056) | (362,336) |
| Charitable donations, sponsorship, advertising & promotion | | (261,606) | (198,683) |
| Occupancy and associated costs | | (110,278) | (104,217) |
| Systems costs | | (21,976) | (20,050) |
| Depreciation and amortisation expense | 4 | (30,875) | (19,950) |
| General administration expenses | | (98,203) | (88,976) |
| Borrowing cost expense | 4 | (265) | (13) |
| Profit before income tax expense | | 250,951 | 216,661 |
| Income tax expense | 5 | (77,817) | (58,664) |
| Profit for the period | | 173,134 | 157,997 |
| Profit attributable to members of the entity | | 173,134 | 157,997 |
| Earnings per share (cents per share) | | <u>c</u> | <u>c</u> |
| - basic for profit for the year | 19 | 26.64 | 24.31 |
| - dividends paid per share | 18 | 11 | 10.5 |

The accompanying notes form part of these financial statements

Manningham Community Enterprises Limited
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Balance Sheet
as at 30 June 2009

| | <u>Notes</u> | 2009 \$ | 2008 \$ |
|--------------------------------------|--------------|-----------------------|-----------------------|
| ASSETS | | | |
| Current Assets | | | |
| Cash assets | 6 | 474,625 | 395,702 |
| Trade and other receivables | 7 | 147,035 | 120,206 |
| Total Current Assets | | <u>621,660</u> | <u>515,908</u> |
| Non-Current Assets | | | |
| Property, plant and equipment | 8 | 170,905 | 184,341 |
| Intangible assets | 9 | 50,525 | 64,315 |
| Deferred tax assets | 10 | 7,764 | - |
| Total Non-Current Assets | | <u>229,194</u> | <u>248,656</u> |
| Total Assets | | <u>850,854</u> | <u>764,563</u> |
| LIABILITIES | | | |
| Current Liabilities | | | |
| Trade and other payables | 11 | 69,170 | 37,285 |
| Current tax liabilities | 5 | 15,544 | 58,664 |
| Provisions | 12 | 27,909 | 27,179 |
| Total Current Liabilities | | <u>112,623</u> | <u>123,128</u> |
| Non-Current Liabilities | | | |
| Provisions | 12 | 17,668 | 10,415 |
| Total Non-Current Liabilities | | <u>17,668</u> | <u>10,415</u> |
| Total Liabilities | | <u>130,291</u> | <u>133,543</u> |
| Net Assets | | <u>720,563</u> | <u>631,020</u> |
| Equity | | | |
| Issued capital | 13 | 615,846 | 627,936 |
| Retained profits | 14 | 104,717 | 3,084 |
| Total Equity | | <u>720,563</u> | <u>631,020</u> |

The accompanying notes form part of these financial statements

Manningham Community Enterprises Limited*Formerly**Doncaster East Community Financial Services Limited***ABN 69 101 174 270****Statement of Changes in Equity
for the year ended 30 June 2009**

| | 2009 | 2008 |
|--|-----------------------|-----------------------|
| | \$ | \$ |
| Total equity at the beginning of the period | 631,020 | 541,274 |
| Net profit for the period | 173,134 | 157,997 |
| Net income/expense recognised directly in equity | - | - |
| Total profit recognised by the entity | <u>804,154</u> | <u>699,271</u> |
| Dividends provided for or paid | (71,501) | (68,251) |
| Shares issued during period | - | - |
| Costs of issuing shares | (12,090) | - |
| Total equity at the end of the period | <u><u>720,563</u></u> | <u><u>631,020</u></u> |

The accompanying notes form part of these financial statements

Manningham Community Enterprises Limited*Formerly**Doncaster East Community Financial Services Limited***ABN 69 101 174 270****Statement of Cashflows
for the year ended 30 June 2009**

| | <u>Notes</u> | 2009 \$ | 2008 \$ |
|--|--------------|------------------------------|------------------------------|
| Cash Flows From Operating Activities | | | |
| Receipts from customers | | 1,254,272 | 1,096,509 |
| Payments to suppliers and employees | | (1,051,566) | (955,451) |
| Interest paid | | (265) | (13) |
| Interest received | | 20,325 | 20,769 |
| Income taxes paid | | (61,567) | (13,460) |
| Net cash provided by operating activities | 15 | <u>161,199</u> | <u>148,354</u> |
| Cash Flows From Investing Activities | | | |
| Payments for property, plant and equipment | | (3,651) | (39,295) |
| Payments for intangible assets | | - | (11,484) |
| Net cash used in investing activities | | <u>(3,651)</u> | <u>(50,779)</u> |
| Cash Flows From Financing Activities | | | |
| Dividends paid | | (71,500) | (68,251) |
| Payment for share issue costs | | (7,125) | - |
| Net cash used in financing activities | | <u>(78,625)</u> | <u>(68,251)</u> |
| Net increase in cash held | | 78,923 | 29,324 |
| Cash at the beginning of the financial year | | 395,702 | 366,378 |
| Cash at the end of the financial year | 6(a) | <u><u>474,625</u></u> | <u><u>395,702</u></u> |

The accompanying notes form part of these financial statements

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**Notes to the Financial Statements
for the year ended 30 June 2009**

1. Summary of significant accounting policies

Basis of preparation

This general purpose financial report has been prepared in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Act 2001.

Compliance with IFRS

Australian Accounting Standards include Australian equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial statements and notes comply with International Financial Reporting Standards (IFRS). These financial statements and notes comply with IFRS.

Historical cost convention

The financial report has been prepared under the historical cost conventions 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.

Revenue

Interest and fee revenue is recognised when earned. All revenue is stated net of the amount of Goods and Services Tax (GST). 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.

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 for 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 ATO are classified as operation cash flows.

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 tax 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).

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Notes to the Financial Statements

for the year ended 30 June 2009

1. Summary of significant accounting policies (continued)

Income tax (continued)

Deferred tax

Deferred tax is accounted for using the comprehensive 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/consolidated 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 income statement, 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.

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.

Intangibles

The cost of the company's franchise fee has been recorded at cost and is amortised on a straight line basis at a rate of 20% per annum.

During the year the Company upon advice from its tax advisors have reclassified payments made to Bendigo and Adelaide Bank in relation to its Franchise agreement in 2007/2008 from recognition as a prepayment to classification as an intangible. This has effected the comparative figures from the year ended 30 June 2008.

Cash

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.

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Notes to the Financial Statements

for the year ended 30 June 2009

1. Summary of significant accounting policies (continued)

Comparative figures

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

Property, plant and equipment

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

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

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.

There are no estimates or assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Payment terms

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

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.

Borrowings

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

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**Notes to the Financial Statements
for the year ended 30 June 2009**

1. Summary of significant accounting policies (continued)

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 transactions 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

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 income statement.

Leases

Leases of fixed assets where substantially all the risks and benefits incidental to the ownership of the asset, but not the legal ownership that is transferred to entities in the entity 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.

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.

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.

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**Notes to the Financial Statements
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1. Summary of significant accounting policies (continued)

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.

2. Financial Risk Management

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

Risk management is carried out directly by the Board of Directors.

(i) Market Risk

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

(ii) Price Risk

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

(iii) Credit Risk

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

(iv) Liquidity Risk

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

(v) Cash flow and fair value interest rate risk

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

(vi) Capital management

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

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

- (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 2009 can be seen in the Income Statement.

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

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**Notes to the Financial Statements
for the year ended 30 June 2009**

| | 2009 | 2008 |
|--|------------------|------------------|
| | \$ | \$ |
| 3. Revenue from ordinary activities | | |
| Operating activities: | | |
| - gross margin | 646,590 | 610,511 |
| - services commissions | 372,064 | 226,196 |
| - other revenue | 147,147 | 147,696 |
| Total revenue from operating activities | <u>1,165,801</u> | <u>984,403</u> |
| Non-operating activities: | | |
| - interest received | 31,409 | 26,483 |
| Total revenue from non-operating activities | <u>31,409</u> | <u>26,483</u> |
| Total revenues from ordinary activities | <u>1,197,210</u> | <u>1,010,886</u> |
| 4. Expenses | | |
| Depreciation of non-current assets: | | |
| - plant and equipment | 11,555 | 8,999 |
| - leasehold improvements | 5,532 | 5,532 |
| Amortisation of non-current assets: | | |
| - franchise agreement | 13,788 | 5,419 |
| | <u>30,875</u> | <u>19,950</u> |
| Finance costs: | | |
| - interest paid | <u>265</u> | <u>13</u> |
| 5. Income tax expense | | |
| The components of tax expense comprise: | | |
| - Current tax | 93,778 | 50,467 |
| - Deferred tax on provisions | (15,961) | 8,197 |
| - Recoupment of prior year tax losses | - | - |
| - Future income tax benefit attributable to losses | - | - |
| | <u>77,817</u> | <u>58,664</u> |
| The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows: | | |
| Operating profit | 250,951 | 216,661 |
| Prima facie tax on profit from ordinary activities at 30% | 75,285 | 64,998 |
| Add tax effect of: | | |
| - non-deductible expenses | 4,156 | 1,626 |
| - timing difference expenses | 15,961 | (14,832) |
| - investment deduction | (300) | - |
| - blackhole expenses | (1,325) | (1,325) |
| Current tax | 93,778 | 50,467 |
| Movement in deferred tax | <u>(15,961)</u> | <u>8,197</u> |
| | <u>77,817</u> | <u>58,664</u> |

10.

Manningham Community Enterprises Limited

Formerly

Doncaster East Community Financial Services Limited

ABN 69 101 174 270

**Notes to the Financial Statements
for the year ended 30 June 2009**

| | 2009 | 2008 |
|--|----------------|----------------|
| | \$ | \$ |
| 6. Cash assets | | |
| Cash at bank and on hand | 156,750 | 12,575 |
| Term deposits | 300,000 | 365,252 |
| Security deposit | 17,875 | 17,875 |
| | <u>474,625</u> | <u>395,702</u> |
| The above figures are reconciled to cash at the end of the financial | | |
| 6(a) Reconciliation of cash | | |
| Cash at bank and on hand | 156,750 | 12,575 |
| Term deposit | 300,000 | 365,252 |
| Security deposit | 17,875 | 17,875 |
| | <u>474,625</u> | <u>395,702</u> |
| 7. Trade and other receivables | | |
| Trade receivables | 117,474 | 102,628 |
| Prepayments | 11,462 | 10,563 |
| Accrued income | 18,099 | 7,015 |
| | <u>147,035</u> | <u>120,206</u> |
| 8. Property, plant and equipment | | |
| <i>Plant and equipment</i> | | |
| At cost | 93,480 | 89,829 |
| Less accumulated depreciation | (42,354) | (35,166) |
| | <u>51,126</u> | <u>54,663</u> |
| <i>Leasehold improvements</i> | | |
| At cost | 130,588 | 130,588 |
| Less accumulated depreciation | (38,964) | (33,432) |
| | <u>91,624</u> | <u>97,156</u> |
| <i>Motor Vehicles</i> | | |
| At cost | 34,932 | 34,932 |
| Less accumulated depreciation | (6,777) | (2,410) |
| | <u>28,155</u> | <u>32,522</u> |
| Total written down amount | <u>170,905</u> | <u>184,341</u> |
| Movements in carrying amounts: | | |
| <i>Plant and equipment</i> | | |
| Carrying amount at beginning | 54,663 | 56,887 |
| Additions | 3,651 | 4,365 |
| Disposals | - | - |
| Less: depreciation expense | (7,188) | (6,589) |
| Carrying amount at end | <u>51,126</u> | <u>54,663</u> |
| <i>Leasehold improvements</i> | | |
| Carrying amount at beginning | 97,156 | 102,688 |
| Additions | - | - |
| Disposals | - | - |
| Less: depreciation expense | (5,532) | (5,532) |
| Carrying amount at end | <u>91,624</u> | <u>97,156</u> |

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Notes to the Financial Statements

for the year ended 30 June 2009

8. Property, plant and equipment (continued)

| | 2009 | 2008 |
|------------------------------|----------------|----------------|
| | \$ | \$ |
| <i>Motor Vehicles</i> | | |
| Carrying amount at beginning | 32,522 | - |
| Additions | - | 34,932 |
| Disposals | - | - |
| Less: depreciation expense | (4,367) | (2,410) |
| Carrying amount at end | <u>28,155</u> | <u>32,522</u> |
| Total written down amount | <u>170,905</u> | <u>184,341</u> |

9. Intangible assets

| | | |
|--------------------------------|---------------|---------------|
| <i>Franchise Fee</i> | | |
| At cost | 71,484 | 71,484 |
| Less: accumulated amortisation | (63,071) | (60,767) |
| <i>Franchise Renewal Fee</i> | | |
| At cost | 57,425 | 57,425 |
| Less: accumulated amortisation | (15,313) | (3,828) |
| | <u>50,525</u> | <u>64,314</u> |

10. Deferred Tax

| | | |
|---|--------------|----------------|
| Deferred Tax Asset/(Liability) | | |
| - Opening Balance | (8,197) | - |
| Future income tax benefits attributable to losses | - | - |
| Recoupment of prior year tax losses | - | - |
| Deferred tax on provisions | 15,961 | (8,197) |
| - Closing Balance | <u>7,764</u> | <u>(8,197)</u> |

11. Trade and other payables

| | | |
|----------------------------|---------------|---------------|
| Trade creditors | 16,060 | 9,374 |
| Other creditors & accruals | 53,110 | 27,911 |
| | <u>69,170</u> | <u>37,285</u> |

12. Provisions

Current

| | | |
|---------------------|---------------|---------------|
| Employee provisions | <u>27,909</u> | <u>27,179</u> |
|---------------------|---------------|---------------|

Non-Current

| | | |
|---------------------|---------------|---------------|
| Employee provisions | <u>17,668</u> | <u>10,415</u> |
|---------------------|---------------|---------------|

| | | |
|---------------------------------|----------|----------|
| Number of employees at year end | <u>6</u> | <u>6</u> |
|---------------------------------|----------|----------|

13. Contributed equity

| | | |
|--|----------------|----------------|
| 650,011 Ordinary shares fully paid of \$1 each (2007: 650,011) | 650,011 | 650,011 |
| Less: equity raising expenses (Doncaster East) | (22,075) | (22,075) |
| Less: equity raising expenses (Templestowe) | (12,090) | - |
| | <u>615,846</u> | <u>627,936</u> |

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**Notes to the Financial Statements
for the year ended 30 June 2009**

13. 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 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 248. As at the date of this report, the Company had 274 shareholders.

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

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

The Board has the power to request information from a person who has (or is suspected by the Board of having) a legal or beneficial interest in any shares in the Company or any voting power in the Company, for the purpose of determining whether a person has a prohibited shareholding interest. If the Board becomes aware that a member has a prohibited shareholding interest, it must serve a notice requiring the member (or the member's associate) to dispose of the number of Shares the Board considers necessary to remedy the breach. If a person fails to comply with such a notice within a specified period (that must be between three and six months), the Board is authorised to sell the specified Shares on behalf of that person. The holder will be entitled to the consideration from the sale of the Shares, less any expenses incurred by the Board in selling or otherwise dealing with those shares.

The Bendigo Stock Exchange (BSX) has advised that in its view the prohibited shareholding provisions are appropriate and equitable but the 'base number test' is not as a result the base number clause does not operate whilst the company remains listed on the BSX.

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.

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**Notes to the Financial Statements
for the year ended 30 June 2009**

| | 2009 | 2008 |
|--|----------------|--------------|
| | \$ | \$ |
| 14. Retained earnings | | |
| Balance at the beginning of the financial year | 3,083 | (86,662) |
| Net profit from ordinary activities after income tax | 173,134 | 157,997 |
| Dividends paid | (71,500) | (68,251) |
| Balance at the end of the financial year | <u>104,716</u> | <u>3,083</u> |

15. 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 | 173,134 | 157,997 |
| Non cash items: | | |
| - depreciation | 17,087 | 14,531 |
| - amortisation | 13,788 | 5,419 |
| Changes in assets and liabilities: | | |
| - increase in receivables | (26,829) | (103,140) |
| - increase in other assets | (7,764) | - |
| - increase/(decrease) in payables | (16,200) | 58,788 |
| - increase in provisions | 7,983 | 14,759 |
| Net cashflows provided by operating activities | <u>161,199</u> | <u>148,354</u> |

16. Auditors' remuneration

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

| | | |
|---------------------------|--------------|--------------|
| - audit & review services | 4,500 | 4,000 |
| - non audit services | 3,184 | 1,730 |
| | <u>7,684</u> | <u>5,730</u> |

17. Director and related party disclosures

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

Raymond Thomas Lord
James Douglas Christie RFD
Erica Janice Mounter
Raymond Bruce Barrington
Daryl Lindsay George Brown
Trevor Leigh Waring
Keith Crothers
Geoffrey Bruce Roberts (*Appointed 22 January 2009*)

No director's fees have been paid as the positions are held on a voluntary basis.

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:

Barringtons of Doncaster, a retail florest operated by Raymond Bruce Barrington supplied goods and services to the value of

| | |
|------------|------------|
| <u>150</u> | <u>200</u> |
|------------|------------|

Manningham Community Enterprises Limited*Formerly**Doncaster East Community Financial Services Limited***ABN 69 101 174 270****Notes to the Financial Statements
for the year ended 30 June 2009****17. Director and Related party disclosures (continued)**

| | <u>2009</u> | <u>2008</u> |
|---|--------------------|--------------------|
| Directors shareholdings | | |
| Raymond Thomas Lord | 2,501 | 2,501 |
| James Douglas Christie RFD | 11,501 | 11,501 |
| Erica Janice Mounter | 6,001 | 6,001 |
| Raymond Bruce Barrington | 1,501 | 1,501 |
| Daryl Lindsay George Brown | 2,000 | 2,000 |
| Trevor Leigh Waring | 5,001 | 5,001 |
| Keith Crothers | 2,500 | 2,500 |
| Geoffrey Bruce Roberts (<i>Appointed 22 January 2009</i>) | - | - |

There was no movement in directors shareholdings during the year. Each share held is valued at \$1.

18. Dividends paid or provided

| | <u>2009</u> | <u>2008</u> |
|--|--------------------|--------------------|
| | <u>\$</u> | <u>\$</u> |
| (a) Ordinary Shares | | |
| Franked Dividend for the year ended 30 June 2008 of 11 cents (2007: 10.5 cents) per fully paid share paid on 12 November 2008 (2007: 14 November 2007) | <u>71,501</u> | <u>68,251</u> |

(b) Dividends not recognised at year end

In addition to the above dividends, since year end the directors have yet to recommended the payment of a final dividend cents per fully paid ordinary share, (2008 - 11 cents) fully franked based on tax paid at 30%. The aggregate amount proposed dividend expected to be paid on during November 2009 out of retained profits at 30 June 2009, but not recognised as a liability at year end, is

| | |
|---------------|---------------|
| <u>71,501</u> | <u>71,501</u> |
|---------------|---------------|

19. Earnings per share

| | | |
|---|----------------------|----------------------|
| (a) Profit attributable to the ordinary equity holders of the company used in calculating earnings per share | 173,134 | 157,997 |
| | <u>2009</u> | <u>2008</u> |
| | <u>Number</u> | <u>Number</u> |
| (b) Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share | 650,011 | 650,011 |

20. Events occurring after the balance sheet date

At an Extraordinary Meeting held on the 12th of August 2009 three motions were voted upon and passed. The motions were:

- that the Company would issue not more than 700,000 shares for the purpose of raising capital for the establishment of a second Community Bank branch at Templestowe village.
- that the name of the Company be changed to Manningham Community Enterprises Limited.
- that changes as required be made to the Constitution and the updated Constitution be adopted.

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

21. Contingent liabilities

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

22. Segment reporting

The economic entity operates in the service sector where it facilitates community banking services pursuant to a franchise agreement with Bendigo and Adelaide Bank Limited. The economic entity operates in one geographic area being Doncaster East, Victoria.

Manningham Community Enterprises Limited

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**Notes to the Financial Statements
for the year ended 30 June 2009**

23. 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

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Notes to the Financial Statements for the year ended 30 June 2009

24. Financial Instruments

Net fair values

The net fair values of financial assets and liabilities approximate the carrying values as disclosed in the Statement of Financial Position. 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 Statement of Financial Position 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 | | | | | |
| | | | | | | | | | | | | |
| | 2009 \$ | 2008 \$ | 2009 \$ | 2008 \$ | 2009 \$ | 2008 \$ | 2009 \$ | 2008 \$ | 2009 \$ | 2008 \$ | 2009 % | 2008 % |
| Financial assets | | | | | | | | | | | | |
| Cash assets | (580) | 12,273 | - | - | - | - | - | - | 250 | 250 | 0.05 | 0.05 |
| Cash Management | 157,028 | 26,928 | - | - | - | - | - | - | - | - | 3.37 | 5.12 |
| Term Deposit | - | - | 300,000 | 356,199 | - | - | - | - | - | - | 7.85 | 8.00 |
| Term Deposit | - | - | 17,875 | 17,875 | - | - | - | - | - | - | 4.1 | 6.5 |
| Dividend Account | 52 | 52 | - | - | - | - | - | - | - | - | 0.05 | 0.05 |
| Receivables | - | - | - | - | - | - | - | - | - | 173,804 | N/A | N/A |
| Financial liabilities | | | | | | | | | | | | |
| Interest bearing liabilities | - | - | - | - | - | - | - | - | - | - | N/A | N/A |
| Payables | - | - | - | - | - | - | - | - | - | 37,285 | 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 2009 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 AASB174 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, Chairman



Keith Crothers, Secretary

Signed on the 27th of August 2009.

INDEPENDENT AUDITOR'S REPORT

To the members of Manningham Community Enterprises Limited

We have audited the accompanying financial statements of Manningham Community Enterprises Limited, which comprise the balance sheet as at 30 June 2009, and the income statement, statement of changes in equity and cash flow statement for the year then ended, a summary of significant accounting policies, other explanatory notes and the directors' declaration.

Directors' Responsibility for the Financial Report

The Directors of the company are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Act 2001. This responsibility includes designing, implementing and maintaining internal controls relevant to the preparation and fair 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 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 report, comprising the financial statements and notes, complies 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 fair 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 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 met 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. In addition to our audit of the financial report and the remuneration disclosures, we were engaged to undertake the services disclosed in the notes to the financial statements. The provision of these services has not impaired our independence.

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
 - (a) giving a true and fair view of the company's financial position as at 30 June 2009 and of its financial performance and its cash flows for the year then ended and;
 - (b) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001 and;
- 2) The financial statements and notes also complies with International Financial Reporting Standards as disclosed in Note 1

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2009. 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 2009, complies with section 300A of the Corporations Act 2001.



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

Dated this 27 day of August 2009