

**References** Issued 30/8/2000

Chapter 1, BSX Listing Rules

Application for Admission to the BSX Official List

Instructions

An entity seeking admission to the BSX official list must complete and return this annexure to BSX.

Please complete the sections of the application that are relevant to your entity. If there is not enough space attach extra sheets.

Please note that information and documents (including this annexure) given to BSX in support of an application become BSX's property and may be made public.

Name of entity

ACN, ARBN or ARSN

Warburton Community Financial Services Limited**ACN 090 252 627**

We apply for admission to the BSX official list and for the quotation of securities.

General

1	Type of entity (<i>tick one</i>)	Company	Trust
		Yes	No
2	Main class of securities	Number	Class
		400,000	Ordinary
3	Additional securities to be quoted	Number to be quoted	Class
		Nil	Nil
4	Additional securities not to be quoted	Number not to be quoted	Class
		Nil	Nil
5	Postal address for all correspondence	Warburton Community Financial Services Limited 3399 Warburton Highway Warburton VIC 3799	
6	Telephone number	(03) 5966 2122	

Annexure 1A
Listing Application

7	General fax number	(03) 5966 2144
8	Fax number for confirmation of release of information to the BSX market	(03) 5966 2144
9	Address of principal security registry for each class of security	Bendigo Bank Share Registry PO Box 480 Bendigo VIC 3552
10	Annual balance date	30 th June

Companies Only

11	Name and title of chief executive officer/managing director.	Mick Spruhan – Branch Manager
12	Name and title of chairperson of directors.	Ian De La Rue - Chairman
13	Name of all directors	Ian De La Rue Geoffrey Vickers Robert Murray Robert Musgrove Peter Burney Leonie Hibbert Baden Berry Catherine Fitzpatrick John Larsen Maxwell Magee Raylene Chisholm
14	Duration of appointment of directors and details of any entitlement to participate in profits.	3 years as set out in the Constitution
15	Name and title of company secretary	Geoffrey Vickers – Company Secretary

Annexure 1A
Listing Application

16	Place of incorporation	Warburton VIC
17	Date of incorporation	29/10/1999
18	Legislation under which incorporated	The Corporations Law
19	Address of registered office	3399 Warburton HWY, Warburton VIC 3799

Annexure 1A
Listing Application

20	Month in which annual general meeting is usually held	November
21	Months in which dividends are usually paid (or are intended to be paid)	Dividends were paid in September 2003.

About the Entity

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

34	<input type="checkbox"/> Evidence of compliance with 20 cent minimum issue price or sale price and spread requirements	Current share register attached
35	<input type="checkbox"/> Prospectus, offer information statement or information memorandum relevant to the application	Information Memorandum
36	<input type="checkbox"/> Cheque for listing and quotation fees	Attached
37	<input type="checkbox"/> Type of securities register the entity will operate	Bendigo Bank Ltd

Annexure 1A
Listing Application

38	___ Copies of any contracts referred to in the prospectus, offer information statement or information memorandum (including any underwriting agreement)	Franchise Agreement with Bendigo Bank (copy enclosed – not for publication) and lease of premises (both referred to in the Information Memorandum)
39	___ A certified copy of any restriction agreement entered into in relation to restricted securities	Nil
40	___ Where there are restricted securities, any undertaking issued by a bank or recognised trustee	Not Applicable as request for no restricted securities
41	___ Certificate of incorporation (in the case of a company)	Copy attached to company constitution
42	___ Certificate of registration (in the case of a trust)	Not Applicable
43	___ Copy of entity's constitution	Attached
43A	___ Brief history of entity, or if applicable, the group	Community Bank branch (of Bendigo Bank)

About the Securities to be Quoted

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

44	___ Confirmation that the securities to be quoted are eligible to be quoted under the listing rules	Information Memorandum (note waivers sought)
45	___ Voting rights of securities to be quoted	Information Memorandum and Constitution
46	___ Specimen certificate/holding statement of each class of securities to be quoted	Enclosed

Annexure 1A
Listing Application

47	___ Terms of securities to be quoted	NA
48	___ Statement setting out the names of the 20 largest holders in each class of securities to be quoted and the number and percentage of each class of securities held by those holders	See share register
49	___ Distribution schedule of each class of equity securities to be quoted, setting out the number of holders in the categories: 1 - 1,000 1,001 – 5,000 5,001 – 10,000 10,001 – 100,000 100,001 and over	See share register
50	___ The number of holders of a parcel of securities with a value of more than \$2,000, based on the issue/sale price	See share register
51	___ Terms of any debt securities and convertible debt securities	Not applicable
52	___ Trust deed for any debt securities and convertible debt securities	Not applicable
53	___ Trusts only – if the trust is not a registered managed investment scheme, ASIC exemption in relation to buy-back provisions	Not applicable

All Entities with Assets not Readily Valued

Any entity that has acquired, or entered into an agreement to acquire, an asset that is not readily valued provide BSX with the following information

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

54	___ The name of the vendor and details of any relationship of the vendor with the applicant	Not applicable but note Information Memorandum – see Franchise Agreement as major transaction
55	___ If the vendor was not the beneficial owner of the asset at the time of the acquisition, the name of the beneficial owner and the details of the relationship of the beneficial owners to the applicant	Not applicable
56	___ The date the vendor acquired the asset	25 February 2000
57	___ The method by which the vendor acquired the asset, including whether by agreement, exercise of option or otherwise	See franchise agreement
58	___ The date the entity acquired the asset from the vendor, the consideration passing directly or indirectly to the vendor and whether the consideration has been provided in full by the applicant	See franchise agreement
59	___ Full details of the asset, including any title particulars	See copy standard franchise agreement

About the Entity's Capital Structure

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

60	___ A copy of the entity's register of members, if required by BSX	Attached
61	___ A copy of any court orders in relation to a reorganisation of the entity's capital in the last three years	Not applicable

Annexure 1A
Listing Application

62	___ The terms of any employee incentive scheme	Scheme is attached
63	___ The terms of any dividend or distribution plan	See Constitution and franchise agreement
64	___ The terms of any securities that will not be quoted	Not applicable
65	___ The entity's issued capital (interests), showing separately each class of security, the amount paid up on each class, the issue price, the dividend (or distribution) and voting rights attaching to each class and the conversion terms (if applicable)	See Information Memorandum, Constitution, share register and franchise agreement.
66	___ The number of the entity's debentures, except to bankers, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each class and conversion terms (if applicable)	Not applicable
67	___ The number of the entity's unsecured notes, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each class and conversion terms (if applicable)	Not applicable
68	___ The number of the entity's options to acquire unissued securities, showing the number outstanding	Not applicable
69	___ Details of any rights granted to any person, or to any class of persons, to participate in any issue of the entity's securities	Not applicable
70	___ If the entity has any child entities, a list of all child entities stating in each case the name, the nature of its business and the	Not applicable

entity's holding in it.

--

About the Entity's Financial Position

Applicants relying on the profit test should complete items 71 to 76. Applicants relying on the assets test should complete items 77 to 82.

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

Profits Test

71	<input type="checkbox"/> Evidence that the applicant is a going concern or the successor of a going concern	See Financial Statements
72	<input type="checkbox"/> Evidence that the applicant has been in the same main business activity for the last 3 full financial years or details of how its business has changed and its aggregated profit for the last 3 full financial years	See Annual Reports
73	<input type="checkbox"/> Audited financial statements for the last 3 full financial years and audit reports	See Annual Reports
74	<input type="checkbox"/> Last half yearly financial statement (if required) and audit report or review	See question 73
75	<input type="checkbox"/> Pro forma balance sheet and review	See question 73
76	<input type="checkbox"/> Statement from all directors or all directors of the responsible entity or management company confirming profit from continuing operations	The directors confirm that the company has traded profitably since last reporting date and have an expectation based on the information available that that this will continue. The directors are unaware of any circumstances likely to negatively impact on this assumption.

Assets Test

77	<input type="checkbox"/> Evidence of net tangible	See Waiver requested
----	---	----------------------

Annexure 1A
Listing Application

	assets of at least \$500,000 after deducting the costs of fundraising or likely market capitalisation of at least \$1million at the time of admission	
78	___ Evidence that there are commitments to spend at least half of the entity's cash (if half or more of the entity's total tangible assets (after raising any funds) is cash or in a form readily convertible to cash)	NA
79	___ A statement that there is enough working capital to carry out the entity's stated objectives (and a statement by an independent expert, if required by BSX)	NA
80	___ A statement that entity's business is developed to the point it is reasonably likely it will generate revenue from ordinary activities within 3 years of admission (and a statement by an independent expert, if required by BSX)	NA
81	___ Financial statements for the last 3 full financial years and audit report or review or a statement that not audited or not reviewed	See previous notes
82	___ Pro forma balance sheet and review	See previous notes

Entity's Business Plan and Level of Operations

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

83 ___ Details of the entity's existing and proposed activities and level of operations. State the

See Information Memorandum

main business

84 _____ Details of any issues of the entity's securities (in all classes) in the last three financial years. Indicate issues for consideration other than cash.

Refer Information Memorandum

Other Information

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

98 _____ Details of any contracts entered into between the applicant and any of its directors (if a trust, the directors of the responsible entity or management company)

Disclosed in Information Memorandum

99 _____ A copy of every prospectus issued, and every information memorandum circulated, in the last five years

Attached

100 _____ Information not covered
elsewhere and which, in terms of
BSX listing rule 3.1, is likely to
materially affect the price or value
of the applicant's securities

Refer Prohibited Shareholder provisions in constitution and mentioned in Information memorandum.
Refer brokers request to take statutory declarations from prospective buyers.
Refer directors' ability to reject a transfer.

Signed:

DLH

(Director/Company Secretary)

(Director/Con

(Director/Company Secretary)

Print name:

Mr Kenneth DeLaurie Geoff Vickers.

Dated:

24-11-03

