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6 September 2019

Basel III Pillar 3 Disclosures: Prudential Standard APS 330

Bendigo and Adelaide Bank Limited is an Authorised Deposit-taking Institution (ADI) subject to regulation by the Australian Prudential Regulation Authority (APRA). Attached is the prudential information required to be disclosed in accordance with Prudential Standard APS 330.

The prudential disclosures have been prepared for Bendigo and Adelaide Bank Limited (the Group).

The disclosures provided have been prepared as at 30 June 2019.

Further information

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Table 1 Common Disclosure Template

The Group is applying the Basel III regulatory adjustments in full as implemented by APRA. The capital disclosures detailed in the Common Disclosure template

below represent the post 1 January 2018 Basel III common disclosure requirements.

	30 June 2019		
	Basel III		
Capital Ratios	%		
Common Equity Tier 1	8.92%		
Tier 1	11.31%		
Total Capital	13.14%		

		30 June 2019	Reconciliation
		Basel III	Table
		\$m	Reference
Comr	non Equity Tier 1 capital: instruments and reserves		
1	Directly issued qualifying ordinary shares (and equivalent for		
	mutually-owned entities) capital	4,576.0	
2	Retained earnings	735.2	е
3	Accumulated other comprehensive income (and other		_
	reserves)	-9.0	f, p, q, r, s
4	Directly issued capital subject to phase out from CET1 (only	N1/A	
-	applicable to mutually-owned companies)	N/A	
5	Ordinary share capital issued by subsidiaries and held by third parties (amount allowed in group CET1)	NI/A	
c	Common Equity Tier 1 capital before regulatory adjustments	N/A	
6	Common Equity their i capital before regulatory adjustments	5,302.2	
Comr	non Equity Tier 1 capital : regulatory adjustments		
7	Prudential valuation adjustments	N/A	
8	Goodwill (net of related tax liability)	1,439.5	d
9	Other intangibles other than mortgage servicing rights (net of		
	related tax liability)	17.4	g + h
10	Deferred tax assets that rely on future profitability excluding		
	those arising from temporary differences (net of related tax		
	liability)	0.0	
11	Cash-flow hedge reserve	0.6	f
12	Shortfall of provisions to expected losses	0.0	
13	Securitisation gain on sale (as set out in paragraph 562 of		
	Basel II framework)	N/A	
14	Gains and losses due to changes in own credit risk on fair		
	valued liabilities	N/A	
15	Defined benefit superannuation fund net assets	1.4	С
16	Investments in own shares (if not already netted off paid-in		
	capital on reported balance sheet)	N/A	
17	Reciprocal cross-holdings in common equity	N/A	
18	Investments in the capital of banking, financial and insurance		
	entities that are outside the scope of regulatory consolidation,		
	net of eligible short positions, where the ADI does not own more than 10% of the issued share capital (amount above 10%		
	threshold)	N/A	
19	Significant investments in the ordinary shares of banking,	IV/A	
13	financial and insurance entities that are outside the scope of		
	regulatory consolidation, net of eligible short positions (amount		
	above 10% threshold)	N/A	
20	Mortgage service rights (amount above 10% threshold)	N/A	
21	Deferred tax assets arising from temporary differences	1071	
	(amount above 10% threshold, net of related tax liability)	N/A	
22	Amount exceeding the 15% threshold	N/A	

		30 June 2019 Basel III	Reconciliation Table
		•	Reference
23	of which: significant investments in the ordinary shares	\$m	
23	of financial entities	N/A	
24	of which: mortgage servicing rights	N/A	
25	of which: deferred tax assets arising from temporary	1.071	
20	differences	N/A	
26	National specific regulatory adjustments (sum of rows 26a,		
	26b, 26c, 26d, 26e, 26f, 26g, 26h, 26i and 26j)	498.5	
26a	of which: treasury shares	N/A	
26b	of which: offset to dividends declared under a dividend		
	reinvestment plan (DRP), to the extent that the		
	dividends are used to purchase new ordinary shares		
	issued by the ADI	N/A	
26c	of which: deferred fee income	N/A	
26d	of which: equity investments in financial institutions not		
	reported in rows 18, 19 and 23	23.2	v (less g)
26e	of which: deferred tax assets not reported in rows 10,		
	21 and 25	91.4	t (less u)
26f	of which: capitalised expenses	354.7	i to n
26g	of which: investments in commercial (non-financial)		
	entities that are deducted under APRA prudential		
	requirements	5.2	V
26h	of which: covered bonds in excess of asset cover in	N1/A	
00:	pools	N/A	
26i	of which: undercapitalisation of a non-consolidated subsidiary	0.4	
20:	•	9.1	V
26j	of which: other national specific regulatory adjustments not reported in rows 26a to 26i	14.9	X
27		14.5	х
21	Regulatory adjustments applied to Common Equity Tier 1 due		
	to insufficient Additional Tier 1 and Tier 2 to cover deductions	0.0	
28	Total regulatory adjustments to Common Equity Tier 1	1,957.4	
29	Common Equity Tier 1 Capital (CET1)	3,344.8	
Additior	nal Tier 1 Capital: instruments		
30	Directly issued qualifying Additional Tier 1 instruments	895.9	b
31	of which: classified as equity under applicable	000.0	
•	accounting standards	N/A	
32	of which: classified as liabilities under applicable		
	accounting standards	895.9	
33	Directly issued capital instruments subject to phase out from		
	Additional Tier 1	0.0	
34	Additional Tier 1 instruments (and CET1 instruments not		
	included in row 5) issued by subsidiaries and held by third		
	parties (amount allowed in group AT1)	N/A	
35	of which: instruments issued by subsidiaries subject to		
	phase out	N/A	
36	Additional Tier 1 Capital before regulatory adjustments	895.9	
Addition	nal Tier 1 Capital: regulatory adjustments		
37	Investments in own Additional Tier 1 instruments	N/A	
38	Reciprocal cross-holdings in Additional Tier 1 instruments	N/A	
39	Investments in the capital of banking, financial and insurance		
50	entities that are outside the scope of regulatory consolidation,		
	net of eligible short positions, where the ADI does not own		
	more than 10% of the issued share capital (amount above 10%		
	threshold)	N/A	

Table 1	Common Disclosure Template Continued		
		30 June 2019 Basel III	Reconciliation Table
		¢m	Reference
40	Significant investments in the capital of banking, financial and	\$m	
-10	insurance entities that are outside the scope of regulatory		
	consolidation (net of eligible short positions)	N/A	
41	National specific regulatory adjustments (sum of rows 41a, 41b		
	and 41c)	N/A	
41a	of which: holdings of capital instruments in group		
	members by other group members on behalf of third	N/A	
41b	parties of which: investments in the capital of financial	INA	
410	institutions that are outside the scope of regulatory		
	consolidations not reported in rows 39 and 40	N/A	
41c	of which: other national specific regulatory adjustments		
	not reported in rows 41a and 41b	N/A	
42	Regulatory adjustments applied to Additional Tier 1 due to		
	insufficient Tier 2 to cover deductions	N/A	
43	Total regulatory adjustments to Additional Tier 1 capital	0.0	
44	Additional Tier 1 capital (AT1)	895.9	
45	Tier 1 Capital (T1=CET1+AT1)	4,240.7	
Ti	er 2 Capital: instruments and provisions		
46	Directly issued qualifying Tier 2 instruments	400.0	У
47	Directly issued capital instruments subject to phase out from		
	Tier 2	94.3	W
48	Tier 2 instruments (and CET1 and AT1 instruments not		
	included in rows 5 or 34) issued by subsidiaries and held by third parties (amount allowed in group T2)	N/A	
49	of which: instruments issued by subsidiaries subject to	IN/A	
	phase out	N/A	
50	Provisions	190.0	0
51	Tier 2 Capital before regulatory adjustments	684.3	
Tior 2 C	apital: regulatory adjustments		
52	Investments in own Tier 2 instruments	N/A	
53	Reciprocal cross-holdings in Tier 2 instruments	N/A	
54	Investments in the Tier 2 capital of banking, financial and		
	insurance entities that are outside the scope of regulatory		
	consolidation, net of eligible short positions, where the ADI		
	does not own more than 10% of the issued share capital		
	(amount above 10% threshold)	N/A	
55	Significant investments in the Tier 2 capital of banking, financial and insurance entities that are outside the scope of regulatory		
	consolidation, net of eligible short positions	N/A	
56	National specific regulatory adjustments (sum of rows 56a, 56b	1.07.0	
	and 56c)	0.0	
56a	of which: holdings of capital instruments in group		
	members by other group members on behalf of third		
	parties	N/A	
56b	of which: investments in the capital of financial		
	institutions that are outside the scope of regulatory consolidation not reported in rows 54 and 55	N/A	
56c	of which: other national specific regulatory adjustments	N/A	
500	not reported in rows 56a and 56b	N/A	
57	Total regulatory adjustments to Tier 2 capital	0.0	
58	Tier 2 capital (T2)	684.3	
59	Total capital (TC=T1+T2)	4,925.0	
60	Total risk-weighted assets based on APRA standards	37,483.1	

Table 1	Common Disclosure Template Continued		
		30 June 2019 Basel III	Reconciliation Table
		\$m	Reference
Capital	ratios and buffers	ţ	
61	Common Equity Tier 1 (as a percentage of risk-weighted		
	assets)	8.92%	
62	Tier 1 (as a percentage of risk-weighted assets)	11.31%	
63	Total capital (as a percentage of risk-weighted assets)	13.14%	
64	Buffer requirement (minimum CET1 requirement of 4.5% plus capital conservation buffer of 2.5% plus any countercyclical		
	buffer requirements expressed as a percentage of risk-	7 000/	
CE.	weighted assets)	7.00%	
65 66	of which: capital conservation buffer requirement of which: ADI-specific countercyclical buffer	2.50%	
67	requirements of which: G-SIB buffer requirement (not applicable)	0.00%	
67 68	Common Equity Tier 1 available to meet buffers (as a	0.00%	
00	percentage of risk-weighted assets)	4.42%	
		1.1270	
Nationa	I minima (if different from Basel III)		
69	National Common Equity Tier 1 minimum ratio (if different from Basel III minimum)		
70	National Tier 1 minimum ratio (if different from Basel III minimum)		
71	National total capital minimum ratio (if different from Basel III minimum)		
Amount	below thresholds for deductions (not risk-weighted)		
72	Non-significant investments in the capital of other financial		
	entities	N/A	
73	Significant investments in the ordinary shares of financial		
	entities	N/A	
74	Mortgage servicing rights (net of related tax liability)	N/A	
75	Deferred tax assets arising from temporary differences (net of related tax liability)	N/A	
Applicat	ble caps on the inclusion of provisions in Tier 2		
76	Provisions eligible for inclusion in Tier 2 in respect of		
	exposures subject to standardised approach (prior to		
	application of cap)	190.0	
77	Cap on inclusion of provisions in Tier 2 under standardised		
	approach	417.8	
78	Provisions eligible for inclusion in Tier 2 in respect of		
	exposures subject to internal ratings-based approach (prior to application of cap)	N1/A	
79	Cap for inclusion of provisions in Tier 2 under internal ratings-	N/A	
19	based approach	N/A	
Capital i	nstruments subject to phase-out arrangements (only		
-	ble between 1 Jan 2018 and 1 Jan 2022)		
80	Current cap on CET1 instruments subject to phase out		
	arrangements	N/A	
81	Amount excluded from CET1 due to cap (excess over cap after redemptions and maturities	N/A	
82	Current cap on AT1 instruments subject to phase out		
	arrangements	0.0	
83	Amount excluded from AT1 instruments due to cap (excess		
	over cap after redemptions and maturities)	0.0	
84	Current cap on T2 instruments subject to phase out	04.0	
95	arrangements Amount excluded from T2 due to cap (excess over cap after	94.3	W
85	redemptions and maturities)	186.8	
		100.0	

The following table provides details on the Bendigo and Adelaide Bank Limited Group's Balance Sheet and the Level 2 Regulatory Balance Sheet.

	Level 2			Template/ Reconciliation
	Group Balance		Regulatory	Table
	Sheet \$m	Adjustment ¹ \$m	Balance Sheet \$m	Reference
Assets	·			
Cash and cash equivalents	1,072.0	-75.9	996.1	
Due from other financial institutions	270.6	0.0	270.6	
Financial assets fair value through profit or loss (FVTPL)	5,836.9	0.0	5,836.9	
Financial assets available for sale Financial assets held to maturity	0.0 0.0	0.0 0.0	0.0 0.0	
Financial assets - amortised cost	293.1	10.5	303.6	
Financial assets fair value through other comprehensive income (FVOCI)	55.7	-9.1	46.6	
of which Equity Investment Exposures	00.1	0.1	19.1	v
Derivatives	150.6	0.0	150.6	
Net loans and other receivables	61,791.8	-2,941.7	58,850.1	
of which Loan and Lease Origination Fees and Commissions (Capitalised Expenses)			54.7	i
of which Securitisation Start-up Costs (Capitalised Expenses)			9.4	I
of which General Reserves for Credit Losses			112.8	0
of which Other Intangibles	0.0	0.0	0.0	h
Investments in joint ventures accounted for using the equity method Shares in controlled entities	9.3 0.0	0.0 18.3	9.3 18.3	v v
Property, plant & equipment	63.1	-2.4	60.7	v
Deferred tax assets	170.6	-2.4	170.6	t
Investment property	734.5	0.0	734.5	· ·
Goodwill and other intangible assets	1,685.6	-9.1	1,676.5	
of which Intangible Component of Investment in Subsidiaries and Other Entities	1,000.0	0.1	9.2	g
of which Goodwill			1,439.5	d
of which Other Intangibles			8.2	h
of which Information Technology Software Costs (Capitalised Expenses)			228.8	k
Other assets	436.5	-24.1	412.4	
of which Defined Benefit Superannuation Fund			1.4	С
of which Tax Adjustments for Reserves and Unrealised Gains/(Losses)			0.6	t
of which Other Capitalised Expenses of which Other Common Equity Tier 1 Specific Adjustments Relating to Securitisation			50.9 14.9	m
Total Assets	72,570.3	-3,033.5	69,536.8	<u>x</u>
	12,010.0	0,000.0	00,000.0	
Liabilities				
Due to other financial institutions	420.6	0.0	420.6	
Deposits	60,566.6	17.3	60,583.9	
Notes payable	3,464.4	-3,099.2	365.2	
Derivatives	135.0	0.0	135.0	
Income tax payable	6.4	1.8	8.2	
Provisions	119.6	0.0	119.6	
Deferred tax liabilities	165.3	-0.6	164.7	
of which Tax Adjustments for Reserves and Unrealised Gains/(Losses)	400.0	407.4	80.0	u
Other payables Preference Shares	493.0 886.4	107.4 0.0	600.4 886.4	
of which Amount Eligible AT1	000.4	0.0	895.9	b
of which Cost Associated with Issuing Capital Instruments (Capitalised Expenses)			9.5	j
Subordinated debt	681.4	0.0	681.4	J
of which Amount Included in Tier 2 Capital (Post Haircut, Excluding Redemptions and Maturities)			94.3	w
of which Amount Included in Tier 2 Capital			400.0	У
of which Costs Associated with Issuing Capital Instrument (Capitalised Expenses)			1.4	n
Total Liabilities	66,938.7	-2,973.3	63,965.4	
Net Assets	5,631.6	-60.2	5,571.4	
Equity				
Equity	1 E70 F	0.0		
Share capital of which Amount Included in Eligible for CET1	4,570.5	0.0	4,570.5 4,576.0	•
	73.8	-5.6	4,576.0	а
-		-3.0	0.6	f
Reserves	10.0			
Reserves of which Gains/(Losses) on Effective Cash Flow Hedges	10.0		-0.2	
Reserves				u o
Reserves of which Gains/(Losses) on Effective Cash Flow Hedges of which Tax Adjustments for Reserves and Unrealised Gains/(Losses)	10.0		-0.2	0
Reserves of which Gains/(Losses) on Effective Cash Flow Hedges of which Tax Adjustments for Reserves and Unrealised Gains/(Losses) of which General Reserves for Credit Losses	10.0		-0.2 77.2	
Reserves of which Gains/(Losses) on Effective Cash Flow Hedges of which Tax Adjustments for Reserves and Unrealised Gains/(Losses) of which General Reserves for Credit Losses of which Unrealised Gains/(Losses) on AFS Items			-0.2 77.2 -0.1	o p
Reserves of which Gains/(Losses) on Effective Cash Flow Hedges of which Tax Adjustments for Reserves and Unrealised Gains/(Losses) of which General Reserves for Credit Losses of which Unrealised Gains/(Losses) on AFS Items of which Property Revaluation Reserves of which General Reserves of which Reserves for Equity-Settled Share-Based Payments			-0.2 77.2 -0.1 0.0 -20.4 10.9	o p q
Reserves of which Gains/(Losses) on Effective Cash Flow Hedges of which Tax Adjustments for Reserves and Unrealised Gains/(Losses) of which General Reserves for Credit Losses of which Unrealised Gains/(Losses) on AFS Items of which Property Revaluation Reserves of which General Reserves of which General Reserves of which Reserves for Equity-Settled Share-Based Payments Retained earnings	987.3	-54.6	-0.2 77.2 -0.1 0.0 -20.4 10.9 932.7	o p q r s
Reserves of which Gains/(Losses) on Effective Cash Flow Hedges of which Tax Adjustments for Reserves and Unrealised Gains/(Losses) of which General Reserves for Credit Losses of which Unrealised Gains/(Losses) on AFS Items of which Property Revaluation Reserves of which General Reserves of which Reserves for Equity-Settled Share-Based Payments		-54.6 -60.2	-0.2 77.2 -0.1 0.0 -20.4 10.9	o p q r

Notes

¹ The Adjustment column reflects entities that are treated as non-consolidated entities and are excluded from the Level 2 Regulatory Consolidated Banking Group.

Entities Excluded from Level 2 Regulatory Consolidation Group

The following table provides details of material entities included within the accounting scope of consolidation but excluded from regulatory consolidation.

Entity	Total Assets Total Liabilitie		
-	\$m	\$ m	
Securitisation			
Torrens Series 2011-1(E)	135.7	135.7	
Torrens Series 2011-2	77.2	77.2	
Torrens Series 2013-1	162.5	162.5	
Torrens Series 2013-2	94.3	94.3	
Torrens Series 2014-1	121.0	121.0	
Torrens Series 2014-2	181.2	181.2	
Torrens Series 2015-1	162.4	162.4	
Torrens Series 2017-1	471.1	471.1	
Torrens Series 2017-2(P)	235.5	235.5	
Torrens Series 2017-3	482.7	482.7	
Torrens Series 2019-1	1,001.7	1,001.7	
Insurance and Funds Management			
Sandhurst Trustees Limited	70.3	0.8	
ACN 062 274 533 (AMF) Pty Ltd	0.9	0.0	

Table 2 Main Features of Capital Instruments

The main features of capital instruments are updated on an ongoing basis. The information as at the reporting date is provided in Appendix A.

	30 June 2019	31 March 2019
Risk-weighted Assets	\$m	\$m
Capital requirements (in terms of risk-weighted assets) for credit risk (excluding securitisation) by portfolio:		
Claims secured by residential mortgage	16,777.6	16,964.6
Other retail	15,066.7	14,758.5
Corporate	-	-
Banks and Other ADIs	120.4	305.7
Government	24.5	22.1
All other	1,002.1	973.9
Total on balance sheet assets and off balance sheet exposures	32,991.3	33,024.8
Securitisation Risk weighted assets ²	432.8	366.1
Market Risk weighted assets	343.6	157.7
Operational Risk weighted assets	3,715.4	3,706.6
Total Risk Weighted Assets	37,483.1	37,255.2
Capital Ratios (for the consolidated group)	%	%
Common Equity Tier 1	8.92	8.74
Tier 1	11.31	11.15
Total Capital	13.14	12.97

 $^{\rm 2}\,{\rm Please}$ refer to Table 5 for securitisation exposures.

Table 4 Credit Risk				
	Gross Credit Exposure		Average Gross Credit Exposure	
Exposure Type ⁴	30 June 2019 \$m	31 March 2019 \$m	30 June 2019 \$m	31 March 2019 \$m
Loans	59,874.3	60,031.4	59,952.8	59,876.0
Debt securities	491.1	1,002.9	747.0	1,048.1
Commitments and other non-market off balance sheet exposures ³	1,826.9	2,064.5	1,945.7	2,114.5
Market-related off balance sheet exposures ³	160.9	104.5	132.7	100.6
Total exposures	62,353.2	63,203.3	62,778.2	63,139.2

	Gross Credit Exposure		Average Gross	Average Gross Credit Exposure	
Portfolios ⁴	30 June 2019 \$m	31 March 2019 \$m	30 June 2019 \$m	31 March 2019 \$m	
Claims secured by residential mortgage ³	43,787.6	44,304.5	44,046.0	44,154.8	
Other retail ³	16,306.7	16,042.7	16,174.7	16,206.0	
Corporate	-	-	-	-	
Banks and other ADIs	835.8	1,532.5	1,184.1	1,520.9	
Government	25.5	23.0	24.3	28.2	
All other ³	1,397.6	1,300.6	1,349.1	1,229.3	
Total exposures	62,353.2	63,203.3	62,778.2	63,139.2	

30 June 2019 Portfolios	Impaired Loans \$m	Past Due Loans > 90 days \$m	Specific Provisions \$m	Specific Provisions and Write-offs during the Period \$m
Claims secured by residential mortgage	53.3	377.8 ⁶	29.7 ⁵	2.1
Other retail	257.6	322.6 ⁶	143.0 ⁵	- 21.4
Corporate	-	-	-	-
Banks and other ADIs	-	-	-	-
Government	-	-	-	-
All other	-	-	-	-
Total exposures	310.9	700.4	172.7	-19.3

Charges for

...

31 March 2019 Portfolios	Impaired Loans \$m	Past Due Loans > 90 days \$m	Specific Provisions \$m	Charges for Specific Provisions and Write-offs during the Period \$m
Claims secured by residential mortgage	51.9	386.2 ⁶	24.2 ⁵	1.5
Other retail	286.4	286.3 ⁶	164.1 ⁵	3.8
Corporate	-	-	-	-
Banks and other ADIs	-	-	-	-
Government	-	-	-	-
All other	-	-	-	-
Total exposures	338.3	672.5	188.3	5.3
	30 June 2019 \$m	31 March 2019 \$m		
General reserve for credit losses	190.0	183.7		

Notes

³ Off-balance sheet exposures have been converted to their credit equivalent amounts.
 ⁴ Excludes equity investments and securitisation exposures.
 ⁵ Specific provisions include some items that are treated as collective provisions for statutory reporting, however are treated as specific provisions for regulatory purposes. This includes provisions for Great Southern \$8.8 million (March 2019 \$31.4 million) and loans in Stage 3 \$35.4 million (March 2019 \$33.0 million) under AASB9.
 ⁶ Includes loans under commercial arrangement, \$242.65 million (March 2019: \$238.01 million).

		30 June 2019 Quarter	31 March 20 ⁴	19 Quarter
Exposure Type	Securitisation Activity \$m	Gain or Loss on Sale \$m	Securitisation Activity \$m	Gain or Loss on Sale \$m
Residential Mortgage	1,000.0	-	-	-
Credit Card and Other Personal Loans	-	-	-	-
Commercial Loans	-	-	-	-
Other	-	-	-	-
Total	1,000.0	-	-	-

30 June 2019

Securitisation Exposures	Liquidity Support Facilities \$m	Funding Facilities \$m	Derivative Facilities \$m	Holdings of Securities \$m	Other \$m
On-balance sheet securitisation exposures retained or purchased	-	618.1	82.7	6,102.6	-
Off-balance sheet securitisation exposures	43.6	245.4	56.0	-	-
Total	43.6	863.5	138.7	6,102.6	-

31 March 2019

Securitisation Exposures	Liquidity Support Facilities \$m	Funding Facilities \$m	Derivative Facilities \$m	Holdings of Securities \$m	Other \$m
On-balance sheet securitisation exposures retained or purchased	-	576.6	87.2	6,375.7	-
Off-balance sheet securitisation exposures	36.8	290.5	42.4	-	-
Total	36.8	867.1	129.6	6,375.7	-

From 1 January 2015, following the introduction of APS 210, APRA requires ADIs to maintain a minimum 100% Liquidity Coverage Ratio (LCR). The LCR requires banks to hold sufficient High Quality Liquid Assets (HQLA) to meet net cash outflows over a 30-day period, under a regulator-defined stress scenario. The Group's LCR for the quarters ending 30 June 2019, 31 March 2019 and 31 December 2018 is presented in the following table (Table 20), using the Basel standard disclosure template and is based on a simple average of LCR outcomes observed during each period (i.e. 91 data points for the quarter ended 31 March 2019 and 92 data points for the quarter ended 31 December 2018).

The Group manages its daily LCR requirement in line with the regulatory minimum, with appropriate additional Board and management buffers that are set in line with the Group's risk appetite. Movements in the LCR are attributed to changes in net cash outflows and holdings of liquid assets. Table 20 details the quantum of movements impacting the LCR between periods. These differences between periods are in line with the Group's normal course of business. Average liquid assets for the June 2019 quarter were \$7,281.8 million, of which HQLA was \$4,293.7 million. HQLA comprises cash, deposits with the Reserve Bank of Australia (RBA), Australian Semi-Government and Commonwealth Government Securities.

Cash inflows and outflows are as prescribed in APS 210 and are calculated by applying APRA-prescribed run-off factors to maturing debt and deposits and discount factors to inflows/assets.

The Group has a well-diversified deposit and funding base without undue concentration. The Group does not have significant derivative or currency exposures that would impact upon cash flows.

Table 20	Liquidity Coverage Ratio						a 2040 Outerten	
		30 June 201 Total unweighted		31 March 20 Total unweighted	19 Quarter Total weighted	31 December 2 Total unweighted	2018 Quarter Total weighted	
Liquid as:	sets, of which	value (average) \$m	value (average) \$m	value (average) \$m	value (average) \$m	value (average) \$m	value (average) \$m	
			•		•		•	
1	High-quality liquid assets (HQLA)	-	4,293.7		4,912.2		4,438.7	
2	Alternate liquid assets (ALA)		2,988.1		2,979.5		3,481.9	
3	Reserve Bank of New Zealand (RBNZ) securities		-		-		-	
Cash outf	lows							
4	Retail deposits and deposits from small business customers, of which:	25,424.7	1,802.2	24,778.0	1,758.1	24,561.1	1,767.7	
5	stable deposits	17,358.7	867.9	16,903.3	845.2	16,572.2	828.6	
6	less stable deposits	8,066.0	934.3	7,874.7	912.9	7,988.9	939.1	
7	Unsecured wholesale funding, of which:	5,034.9	2,687.8	5,174.0	2,920.9	4,993.0	2,820.8	
8	operational deposits (all counterparties) and deposits in networks for cooperative banks	-	-	-	-	-	-	
9	non-operational deposits (all counterparties)	4,410.1	2,063.0	4,324.3	2,071.2	4,147.8	1,975.6	
10	unsecured debt	624.8	624.8	849.7	849.7	845.2	845.2	
11	Secured wholesale funding							
12	Additional requirements, of which:	4,486.7	421.3	4,490.4	436.0	4,177.5	336.1	
13	outflows related to derivatives exposures and other collateral requirements	49.1	49.1	47.7	47.7	44.7	44.7	
14	outflows related to loss of funding on debt products	-	-	-	-	28.4	28.4	
15	credit and liquidity facilities	4,437.6	372.2	4,442.7	388.3	4,104.4	263.0	
16	Other contractual funding obligations	770.4	491.3	725.5	444.0	799.9	545.3	
17	Other contingent funding obligations	14,848.2	1,147.4	15,068.5	1,265.1	15,088.8	1,169.7	
18	Total cash outflows		6,550.0		6,824.1		6,639.6	
Cash inflo	bws							
19	Secured lending (e.g. reverse repos)	681.7	-	593.3	-	1,084.4	-	
20	Inflows from fully performing exposures	842.9	563.8	681.9	400.4	684.7	430.0	
21	Other cash inflows	146.2	146.2	242.4	242.4	240.3	240.3	
22	Total cash inflows	1,670.8	710.0	1,517.6	642.8	2,009.4	670.3	
			Total adjusted		Total adjusted		Total adjusted	
			value \$m		value \$m		value \$m	
23	Total liquid assets		7,281.8		7,891.6		7,920.6	
24	Total net cash outflows		5,840.0		6,181.3		5,969.3	
25	Liquidity Coverage Ratio (%)		124.8%		127.9%		133.09	

The Net Stable Funding Ratio (NSFR) came into effect from 1 January 2018 and ensures a bank's assets and off-balance sheet exposures are financed with a stable source of funding. The ratio of the Group's total Available Stable Funding (ASF) to total Required Stable Funding (RSF) must exceed the APRA minimum requirement of 100%. The Group's NSFR as at 30 June 2019 was 111.7%

As at 30 June 2019 the Group's main sources of ASF were deposits from retail and small business customers (72.7%), wholesale funding (13.8%) and capital (13.1%). RSF mostly consisted of residential mortgages (62.4%) and loans to retail, small business, non-financial corporate and public sector entity customers (25.4%).

		30 June 2019					
			Unweighted value by re			Weighted value	
Available	e Stable Funding (ASF) Item	No maturity \$m	< 6 months 6 n \$m	nonths < 1 yr \$m	≥1yr \$m	\$1	
I	Capital	5,302.2	-	-	1,390.2	6,692	
	Regulatory capital	5,302.2	-	-	1,390.2	6,692.	
	Other capital instruments	-	-	-	-		
	Retail deposits and deposits from small business customers	21,299.0	18,452.1	-	-	37,023	
	Stable deposits	14,887.0	10,053.3	-	-	23,693	
;	Less stable deposits	6,412.0	8,398.8	-	-	13,329	
	Wholesale funding	2,915.2	14,976.5	609.8	2,696.9	7,023	
	Operational deposits	-	-	-	-	-	
	Other wholesale funding	2,915.2	14,976.5	609.8	2,696.9	7,023	
0	Liabilities with matching interdependent assets	-	-	-	-	-	
1	Other liabilities		1,705.3	-	164.7	164	
2	NSFR derivative liabilities		94.9				
3	All other liabilities and equity not included in the above categories	-	1,610.4	-	164.7	164	
4	Total ASF					50,903	
equire	d Stable Funding (RSF) Item	\$m	\$m	\$m	\$m	\$	
ō(a)	Total NSFR (HQLA)					200	
ō(b)	ALA					350	
5(c)	RBNZ securities						
6	Deposits held at other financial institutions for operational purposes	-	-	-	-	-	
7	Performing loans and securities	3,158.2	2,362.0	1,275.3	50,341.9	40,34	
В	Performing loans to financial institutions secured by Level 1 HQLA	-	199.9	-	-	20	
9	Performing loans to financial institutions secured by non-Level 1 HQLA and unsecured performing loans to financial institutions	-	185.9	1.4	147.3	330	
0	Performing loans to non- financial corporate clients, loans to retail and small business customers, and loans to sovereigns, central banks and public sector entities (PSEs), of which:	3,158.2	1,254.4	869.9	9,447.0	11,556	
1	With a risk weight of less than or equal to 35% under APS 112	174.3	186.2	128.3	1,170.6	1,031	
2	Performing residential mortgages, of which:	-	721.8	404.0	40,747.6	28,43	
3	With a risk weight equal to 35% under APS 112	-	420.0	235.7	34,886.1	23,220	
4	Securities that are not in default and do not qualify as HQLA, including exchange-traded equities	-	-	-		-	
5	Assets with matching interdependent liabilities	-	-	-	-	-	
6	Other assets:	2,490.0	1,275.0	49.1	572.2	4,325	
7	Physical traded commodities, including gold	-					
3	Assets posted as initial margin for derivative contracts and contributions to default funds of central counterparties (CCPs)						
9	NSFR derivative assets				55.7	55	
D	NSFR derivative liabilities before deduction of variation margin posted				27.0	27	
	All other assets not included in the above categories	2,490.0	1,192.3	49.1	572.2	4,242	
1							
1 2	Off-balance sheet items		-	-	10,860.9	349	

		31 March 2019				
			Unweighted value by			Weighted value
vailable	e Stable Funding (ASF) Item	No maturity \$m	< 6 months 6 \$m	6 months < 1 yr \$m	≥1yr \$m	\$r
	Capital	5,212.4	-	-	1,390.3	6,602.
	Regulatory capital	5,212.4	-	-	1,390.3	6,602.
	Other capital instruments	-	-		-	-
	Retail deposits and deposits from small business customers	21,114.5	18,693.9		-	37,060.
	Stable deposits	14,613.6	10,038.5		-	23,419.
;	Less stable deposits	6,500.9	8,655.4	-	-	13,640.
	Wholesale funding	2,588.7	14,958.1	549.4	2,721.5	6,810.
	Operational deposits	-	-	-	-	-
)	Other wholesale funding	2,588.7	14,958.1	549.4	2,721.5	6,810.
0	Liabilities with matching interdependent assets	-	-	-	-	-
1	Other liabilities		1,462.8	-	133.5	133.
2	NSFR derivative liabilities		35.7			-
13	All other liabilities and equity not included in the above categories	-	1,427.1	-	133.5	133.
14	Total ASF					50,607.
lequire	d Stable Funding (RSF) Item	\$m	\$m	\$m	\$m	\$r
5(0)						178.
5(a)	Total NSFR (HQLA) ALA					350.
5(b) 5(c)	RBNZ securities					550.
5(C) 6	Deposits held at other financial institutions for operational purposes	-	-		-	
7	Performing loans and securities	2,963.5	2,324.2	1,289.9	49,989.0	39,927.
B	Performing loans to financial institutions secured by Level 1 HQLA	2,903.3	100.0	-	49,909.0	10.
0	Performing loans to financial institutions secured by Level 1 HQLA	-	100.0	-	-	10.
9	and unsecured performing loans to financial institutions	-	177.4	0.9	105.0	280.
0	Performing loans to non- financial corporate clients, loans to retail and small business customers, and loans to sovereigns, central banks and public sector entities (PSEs), of which:	2,963.5	1,296.0	858.4	9,215.7	11,204.
1	With a risk weight of less than or equal to 35% under APS 112	166.2	172.3	126.1	1,174.1	1,020.
2	Performing residential mortgages, of which:	-	750.8	430.6	40,668.3	28,432.
3	With a risk weight equal to 35% under APS 112	-	433.5	219.4	34,766.8	23,152.
4	Securities that are not in default and do not qualify as HQLA, including exchange-traded equities	-	-	-	-	-
5	Assets with matching interdependent liabilities	-	-	-	-	-
6	Other assets:	2,500.1	1,514.2	36.2	566.3	4,189.
7	Physical traded commodities, including gold	-				-
3	Assets posted as initial margin for derivative contracts and contributions to default funds of central counterparties (CCPs)	-			-	-
9	NSFR derivative assets	-			23.9	23.
D	NSFR derivative liabilities before deduction of variation margin posted	-			14.7	14.
1	All other assets not included in the above categories	2,500.1	1,475.6	36.2	566.3	4,150.
2	Off-balance sheet items		-	-	11,149.9	355.

32	Off-balance sheet items	-	-	11,149.9	355.9
33	Total RSF				45,001.0
34	Net Stable Funding Ratio (%)				112.59

Appendix A – Main features of Capital Instruments

Disclosure template for main eatures of Regulatory Capital Instruments	Instrument 1	Instrument 2	Instrument 3	Instrument 4	Instrument 5	Instrument 6	Instrument 7	Instrument 8	Instrument 9
lssuer	Bendigo and Adelaide Bank Limited	Bendigo and Adelaide Bank Limited	k Bendigo and Adelaide Bank Limited	Bendigo and Adelaide Bank Limited	Bendigo and Adelaide Ban Limited	k Bendigo and Adelaide Bank Limited	Bendigo and Adelaide Banl Limited	k Bendigo and Adelaide Bank Limited	Rural Bank Limited
Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	BEN	BENPE	BENPF	BENPG	BENHB	AU3FN0012340	AU3FN0033668	AU3FN0046066	AU3FN0010856
Governing law(s) of the instrument	Victoria	Victoria	Victoria	Victoria	South Australia	South Australia	Victoria	Victoria	Victoria
Regulatory Treatment	Instrument 1	Instrument 2	Instrument 3	Instrument 4	Instrument 5	Instrument 6	Instrument 7	Instrument 8	Instrument 9
Transitional Basel III rules	Common Equity Tier 1	Additional Tier 1	Additional Tier 1	Additional Tier 1	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2
Post-transitional Basel III rules	Common Equity Tier 1	Additional Tier 1	Additional Tier 1	Additional Tier 1	Tier 2	Tier 2	Tier 2	Tier 2	Tier 2
Eligible at solo/group/grou & solo	Solo and Group	Solo and Group	Solo and Group	Solo and Group	Solo and Group	Solo and Group	Solo and Group	Solo and Group	Solo
Instrument type (ordinary shares/preference shares/subordinated notes/other)	Ordinary shares	Preference shares	Preference shares	Preference shares	Subordinated notes	Subordinated notes	Subordinated notes	Subordinated notes	Subordinated Notes
Amount recognised in Regulatory Capital (Currency in mil, as of mos recent reporting date)	4,575.97 t	292.12	282.21	321.62	21.09	63.24	125.00	275.00	10.00
Par value of instrument	N/A	292.12	282.21	321.62	21.09	250.00	125.00	275.00	10.00
0 Accounting classification	Shareholders equity	Liability-amortised cost	Liability-amortised cost	Liability-amortised cost	Liability-amortised cost	Liability-amortised cost	Liability-amortised cost	Liability - amortised cost	Liability - Amortised Co
1 Original date of issuance	19-December-1985	10-October-2014	15-June-2015	13-December-2017	28-August-1998	15-December-2010	09-December-2016	30-November-2018	22-June-2010
2 Perpetual or dated	Perpetual	Perpetual	Perpetual	Perpetual	Perpetual	Dated	Dated	Dated	Dated
3 Original maturity date	No maturity	No maturity	No maturity	No maturity	No maturity	15-December-2020	09-December-2026	30-November-2028	22-June-2020
Issuer call subject to prior supervisory approval	No	Yes	Yes	Yes	Yes	Yes	Yes	Yes	No
Optional call date, 5 contingent call dates and redemption amount	N/A	Optional Call Date : 30 November 2020, Redemption of \$100 per CPS2.	Optional Call Date: 15 June 2021, Redemption of \$100 per CPS3.	Optional Call Date: 13 June 2024, Redemption of \$100 per CPS4.	N/A	Subject to receiving prior written approval from APRA, the Issuer may elect (but will not be obliged) to redeem all of the Notes at par plus accrued interest (if any) after the Issue Date on any Interest Payment Date if a Regulatory Call Event occurs.	Subject to receiving prior written approval from APRA the Issuer may elect (but will not be obliged) to redeem all of the Notes (subject to any earlier Conversion or Write Off (in whole or in part) following Non-Viability Loss Absorption) at par plus accrued interest (if any) on 1 December 2021 (the "First Call Date") and on any Business Daybeing an Interest Payment Date thereafter.	written approval from APRA, the Issuer may elect (but will not be obliged) to redeem all of the Notes (subject to any earlier Conversion or Write Off (in whole or in part) following the receipt of a Non-Viability Determination at near plus	Date of Call Option: N/A, Contingent Call Dates: Y Regulatory, Redemption Price: \$10,000,000.00

Table	2 Main Features of Ca	apital Instruments co	ntinued							
	Regulatory Treatment	Instrument 1	Instrument 2	Instrument 3	Instrument 4	Instrument 5	Instrument 6	Instrument 7	Instrument 8	Instrument 9
16	Subsequent call dates, if applicable	N/A	may also elect at its option to Exchange all or some CPS2 after a Tax Event or a Regulatory Event, and may elect at its option to Convert all CPS2 following the	may also elect at its option to Exchange all or some CPS3 after a Tax Event or a Regulatory Event, and may elect at its option to Convert all CPS3 following the	to Exchange all or some CPS4 after a Tax Event or a	N/A	N/A	Subject to receiving prior written approval from APRA the Issuer may elect (but will not be obliged) to redeem all of the Notes (subject to any earlier Conversion or Write Off (in whole or in part) following Non-Viability Loss Absorption) at par plus accrued interest (if any) on 1 December 2021 (the "First Call Date") and on any Business Daybeing an Interest Payment Date thereafter.	Written approval from APKA, the Issuer may elect (but will not be obliged) to redeem all of the Notes (subject to any earlier Conversion or Write Off (in whole or in part) following the receipt of a Non-Viability Determination) at not plus	N/A
	Coupons/Dividends	Instrument 1	Instrument 2	Instrument 3	Instrument 4	Instrument 5	Instrument 6	Instrument 7	Instrument 8	Instrument 9
17	Fixed or floating dividend/coupon	N/A	Floating	Floating	Floating	Floating	Floating	Floating	Floating	Floating
18	Coupon rate and any related index	N/A	180 Day BBSW + 3.20% Margin	180 Day BBSW + 4.00% Margin	90 Day BBSW + 3.75% Margin	90 Day BBSW + 1.00% Margin	3 month BBSW + 4.00% Margin	3 month BBSW + 2.80% Margin	3 month BBSW + 2.45% Margin	3 month BBSW + 4.25% Margin
19	Existence of a dividend stopper	Fullydiscretionary	Mandatory	Mandatory	Mandatory	N/A	N/A	N/A	N/A	N/A
20	Fully discretionary, partially discretionary or mandatory	Fullydiscretionary	Fully discretionary	Fully discretionary	Fully discretionary	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory
21	Existence of step up or other incentive to redeem	N/A	No	No	No	No	No	No	No	No
22	Noncumulative or cumulative	Noncumulative	Noncumulative	Noncumulative	Noncumulative	Noncumulative	Noncumulative	Cumulative	Cumulative	Non-Cumulative
23	Convertible or non- convertible	Nonconvertible	Convertible	Convertible	Convertible	Nonconvertible	Nonconvertible	Convertible	Convertible	Nonconvertible
24	If convertible, conversion trigger(s)	N/A	Mandatory Conversion Optional Conversion Conversion or write-down on Capital Trigger Event or a Non-Viability Trigger Event	Mandatory Conversion Optional Conversion Conversion or write-down on Capital Trigger Event or a Non-Viability Trigger Event	Mandatory Conversion Optional Conversion Conversion or write-down on Capital Trigger Event or a Non-Viability Trigger Event	N/A	N/A	Non-Viability Trigger Event A Non-Viability Trigger Even occurs when APRA has provided a written determination (Non-Viability Determination) to the Issue that: (i) the conversion or write-of of Relevant Capital Instruments of the Issuer is necessary because without the conversion or write-off APRA considers that the Issuer would become non- viable; or (ii) without a public sector injection of capital, or equivalent support, APRA determines that the Issuer will become non-viable.	Non-Viability Irigger Event A Non-Viability Trigger Event occurs when APRA has provided a written determination (Non-Viability Determination) to the Issuer that (i) the conversion or write-off of Relevant Capital Instruments of the Issuer is	NA

Table	2 Main Features of Ca		ontinued							
	Coupons/Dividends	Instrument 1	Instrument 2	Instrument 3	Instrument 4	Instrument 5	Instrument 6	Instrument 7	Instrument 8	Instrument 9
25	lf convertible, fully or partially	N/A	May convert fully or partially	May convert fully or partially	May convert fully or partially	N/A	N/A	May convert fully or partially	May convert fully or partially	N/A
26	If convertible, conversion rate	NA	Shares: Conversion is into approximately \$101.01 worth of Ordinary Shares per CPS2 based on the \$100 CPS2 Issue Price and the volume weighted average price (subject to	approximately \$101.01 worth of Ordinary Shares per CPS3 based on the	Conversion into Ordinary Shares: Conversion is into approximately \$101.01 worth of Ordinary Shares per CPS4 based on the \$100 CPS4 Issue Price and the volume weighted average price (subject to certain adjustments and calculated in accordance with the Term).	N/A	N/A	calculated according to the following formula, subject to the Conversion Number being no greater than the Maximum Conversion Number: 1. Conversion Number for each Note = Nominal Amount / ([1-0.01] x WVAP); 2. WVAP refers to the VWAP of BEN ordinary shares over the latest period of 5 business days on which trading of BEN ordinary shares took place before (but not including) the conversion date; and 3. Nominal Amount means \$10,000. Maximum Conversion Number: Nominal Amount / (20% x Issue Date VWAP of BEN ordinary shares over the 20	following formula, subject to the Conversion Number being no greater than the Maximum Conversion Number: 1. Conversion Number for each Note = Nominal Amount ([1-0.01] x WWAP);	N/A
27	If convertible, mandatory or optional conversion	N/A	Mandatory	Mandatory	Mandatory	N/A	N/A	Mandatory	Mandatory	N/A
28	If convertible, specify instrument type convertible into	N/A	Ordinary Shares	Ordinary Shares	Ordinary Shares	N/A	N/A	Ordinary Shares	Ordinary Shares	N/A
29	If convertible, specify issuer of instrument it converts into	N/A	BEN	BEN	BEN	N/A	N/A	BEN	BEN	N/A
30	Write-down feature	N/A	Yes	Yes	Yes	N/A	No	Yes	Yes	No

Table	e 2 Main Features of Ca	apital Instruments co	ontinued							
	Coupons/Dividends	Instrument 1	Instrument 2	Instrument 3	Instrument 4	Instrument 5	Instrument 6	Instrument 7	Instrument 8	Instrument 9
31	lf write-down, write-down trigger(s)	N/A	APRA notifies the Issuer in writing that: conversion or write-off of Additional Capital Instruments is necessary because, without it, APRA considers that Bendigo and Adelaide Bank would become non-viable.	Adelaide Bank would become non-viable.	APRA notifies the Issuer in writing that: conversion or write-off of Additional Capital Instruments is necessary because, without it, APRA considers that Bendigo and Adelaide Bank would become non-viable. If Conversion is not effected within five Business Days after a Capital Trigger Conversion Date or Non- Viability Conversion Date (as applicable) for any reason (including an Inability event), the CPS4 would be Written Off.	N/A	N/A	all of the relevant Tier 1 and Tier 2 instruments (including the Notes) into BEN ordinary shares in accordance with APRA's written determination. If this occurs, holders of the Notes will, for each Note converted, receive the	Business Days after the Conversion Date), the Notes (including all rights under the Notes) will be immediately Written-Off and the rights of holders of	NA
32	If write-down, full or partial If write-down, permanent or	N/A	Maybe written down partially	Maybe written down partially	Maybe written down partially	N/A	N/A	May be written down in full or partially	or partially	N/A
33	temporary If temporary write-down,	N/A	Permanent	Permanent	Permanent	NA	NA	Permanent	Permanent	N/A
34	description of write-up mechanism	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)		Senior obligations (ranking higher): Preferred and secured debt, Unsubordinated and unsecured debt, Subordinated and unsecured debt.	Senior obligations (ranking higher): Preferred and secured debt, Unsubordinated and unsecured debt, Subordinated and unsecured debt.	Senior obligations (ranking higher): Preferred and secured debt, Unsubordinated and unsecured debt, Subordinated and unsecured debt.	Senior Notes	Senior Notes	Senior Notes	Senior Notes	Senior Notes
36	Non-compliant transitioned features	N/A	No	No	No	No	No	No	No	No
37	lf yes, specify non- compliant features	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A