

## EVEREST BABCOCK & BROWN

Everest Babcock & Brown Alternative Investment Trust • ARSN 112 129 218  
Responsible entity • Everest Capital Investment Management Limited • ABN 96 112 731 978  
Level 35 AMP Centre • 50 Bridge Street • Sydney NSW 2000 Australia  
T +61 2 8001 9100 • F +61 2 8001 9200 • [www.everest.com.au](http://www.everest.com.au)



24 August 2006

Company Announcements Office  
Australian Stock Exchange

### **Everest Babcock & Brown Alternative Investments Group**

Attached is the following half year information for the period ended 30 June 2006:

- Media Release
- Appendix 4D Statement
- Financial Statements including Independent Audit Review from Ernst & Young.

Please note that the above documents relate to Everest Babcock & Brown Alternative Investments Group as a stapled security. From 1 August 2006, the units in the Everest Babcock & Brown Alternative Investment Trust (ASX code EBI) and shares in Everest Babcock & Brown Limited (ASX code EBB) trade separately on the ASX.

Yours faithfully

**Azra Popo**  
Company Secretary

Attachment

## EVEREST BABCOCK & BROWN

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### EVEREST BABCOCK & BROWN ALTERNATIVE INVESTMENTS GROUP (EBB)<sup>1</sup>

ASX RELEASE

24 AUGUST 2006

### EBB EARNINGS ANNOUNCEMENT – HALF YEAR TO 30 JUNE 2006

EBB presents its last report as a stapled entity for the half year to 30 June 2006

#### HIGHLIGHTS

- Earnings of \$15.2 million
- Earnings Per Stapled Security of 25.2 cents
- Distribution Per Stapled Security of 26.0 cents
- Annualised distribution yield of 10.9% since IPO on 8 April 2005
- Everest Capital<sup>2</sup> reports FY06 net profit before tax of \$17.5 million, with assets under management of \$1.9 billion as of 30 June 2006

EBB is pleased to report earnings of \$15.2 million for the half year ended 30 June 2006. This result represents earnings of 25.2 cents per stapled security. EBB also confirmed the previously announced distribution of 26.0 cents per stapled security (DPS).

This result includes:

- A gain in NTA of 5.9% for the half year ended 30 June 2006 (including distributions), despite volatile global equity markets
- An annualised distribution yield of 10.9% since IPO (based on the EBB IPO price of \$5.00 per security)
- Everest Babcock & Brown Limited's<sup>2</sup> continued growth, with assets under management of \$1.9 billion as at 30 June 2006 representing 36% annual growth

#### 2006 PERFORMANCE SUMMARY

|                  | Net Tangible Assets <sup>3</sup> | Distribution | % Change | Cumulative Return <sup>4</sup> |
|------------------|----------------------------------|--------------|----------|--------------------------------|
| 30 June 2006     | \$4.84 <sup>5</sup>              | \$0.26       | +1.19%   | +15.61%                        |
| 31 May 2006      | \$5.04                           | -            | -3.63%   | + 14.25%                       |
| 30 April 2006    | \$5.23                           | -            | +2.35%   | +18.56%                        |
| 31 March 2006    | \$5.11                           | -            | +2.00%   | +15.84%                        |
| 28 February 2006 | \$5.01 <sup>5</sup>              | \$0.43       | +0.18%   | +13.57%                        |
| 31 January 2006  | \$5.43                           | -            | +3.82%   | +13.36%                        |
| 31 December 2005 | \$5.23                           | -            | +2.15%   | +9.19%                         |

<sup>1</sup> Prior to its unstapling, at 5.00pm on 1 August 2006, EBB was a stapled security, comprising Everest Babcock & Brown Limited, (formerly Everest Babcock & Brown Alternative Investment Management Limited (ACN 112 480 145)) and Everest Capital Investment Management Limited (ACN 112 731 978) as responsible entity of Everest Babcock & Brown Alternative Investment Trust (ASRN 112 129 218). This earnings announcement is for the half year ended 30 June 2006 which relates to EBB in stapled form.

<sup>2</sup> From 1 August 2006, Everest Capital Limited is a wholly owned subsidiary of Everest Babcock & Brown Limited (EBBL).

<sup>3</sup> For the purposes of the above, unitholders funds have been classified as equity and not debt.

<sup>4</sup> Cumulative return since inception (based on pre-distribution NTA).

<sup>5</sup> This Net Tangible Assets amount is ex-distribution (i.e. it does not include the \$0.26 distribution for 30 June or previous distributions).

During the period EBB held a 30% interest in Everest Capital<sup>6</sup> one of Australia's leading investment managers of absolute return funds.

Everest Capital is pleased to report a Net Profit Before Tax (NPBT) of \$17.5 million for the year to 30 June 2006. This result exceeds the \$15.4 million pro forma NPBT for the Calendar year 2005 by 13%, and is a 46% increase on the 30 June 2005 NPBT.

#### EVEREST CAPITAL FINANCIAL RESULTS

|                                                        | Actual <sup>7,8</sup><br>6 Months<br>to 30/6/06<br>\$000s | Actual <sup>7,9</sup><br>6 months<br>to 30/6/05<br>\$000s | Actual <sup>8,9</sup><br>12 months<br>to 30/6/06<br>\$000s | Actual <sup>9</sup><br>12 months<br>to 30/6/05<br>\$000s |
|--------------------------------------------------------|-----------------------------------------------------------|-----------------------------------------------------------|------------------------------------------------------------|----------------------------------------------------------|
| Revenue (net of rebates)                               | 11,822                                                    | 7,500                                                     | 23,733                                                     | 17,351                                                   |
| Operating Expenses                                     | (3,472)                                                   | (2,397)                                                   | (6,344)                                                    | (5,155)                                                  |
| EBIT                                                   | 8,350                                                     | 5,103                                                     | 17,389                                                     | 12,196                                                   |
| Interest                                               | 69                                                        | 13                                                        | 111                                                        | (208)                                                    |
| NPBT                                                   | 8,419                                                     | 5,117                                                     | 17,500                                                     | 11,988                                                   |
| Tax                                                    | (2,651)                                                   | (1,634)                                                   | (5,415)                                                    | (4,015)                                                  |
| NPAT (before Babcock & Brown (B&B) fee sharing)        | 5,768                                                     | 3,483                                                     | 12,085                                                     | 7,973                                                    |
| B&B fee sharing entitlement (after tax) <sup>7,8</sup> | (148)                                                     | (848)                                                     | (145)                                                      | (2,624)                                                  |
| NPAT (after B&B fee sharing)                           | 5,620                                                     | 2,635                                                     | 11,940                                                     | 5,349                                                    |

The Directors of Everest Capital declared a fully franked dividend of \$2,246,353 to be paid by 15 September 2006 of which EBB is entitled to 30% (\$673,906).

#### DISTRIBUTION ANNOUNCEMENT

The distribution to EBB securityholders for the period to 30 June 2006 is now confirmed as 26c per stapled security.

The ex-distribution date for determining entitlement was 26 June 2006. The record date was 30 June 2006. The distribution will be paid to securityholders on or about 15 September 2006. Securityholders who have elected to participate in the Distribution and Dividend Reinvestment Plan (DRP) will have their EBB securities issued at the DRP price of \$5.06, being a 2% discount to the volume weighted average price of EBB securities for the period of 5 trading days from and including the ex-date.

For tax purposes, this is a final distribution for the 2005/2006 income year. Investors will receive a taxation statement for the period ended 30 June 2006 on or around 15 September 2006 showing the components of the distribution.

<sup>6</sup> From 1 August 2006, Everest Capital Limited is a wholly owned subsidiary of EBBL.

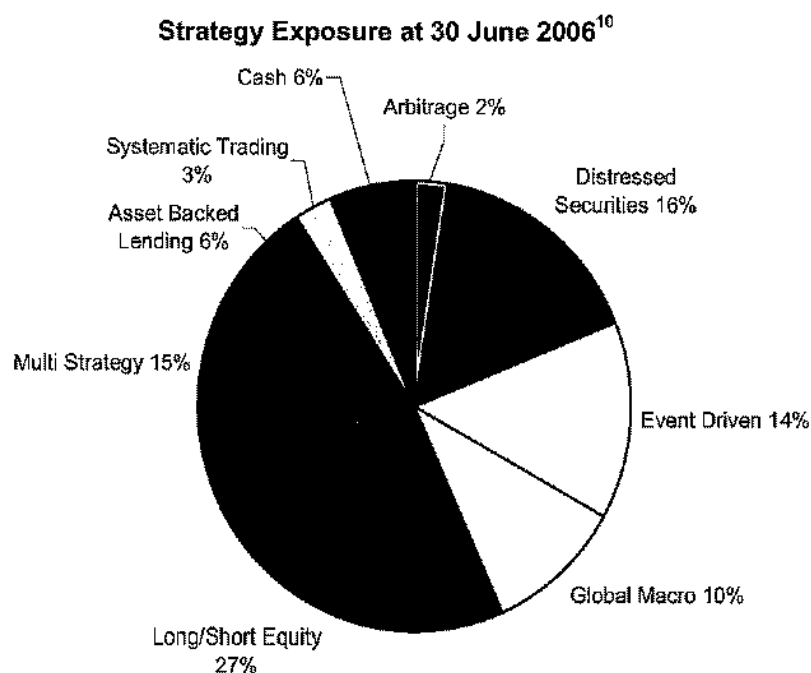
<sup>7</sup> Extracted from audited information.

<sup>8</sup> Actual results include the impact of the B&B fee sharing arrangement which ceased effective 30 June 2006. These have been shown separately above. Please note, from 1 July 2006, no fees sharing entitlement is to be paid to Babcock & Brown.

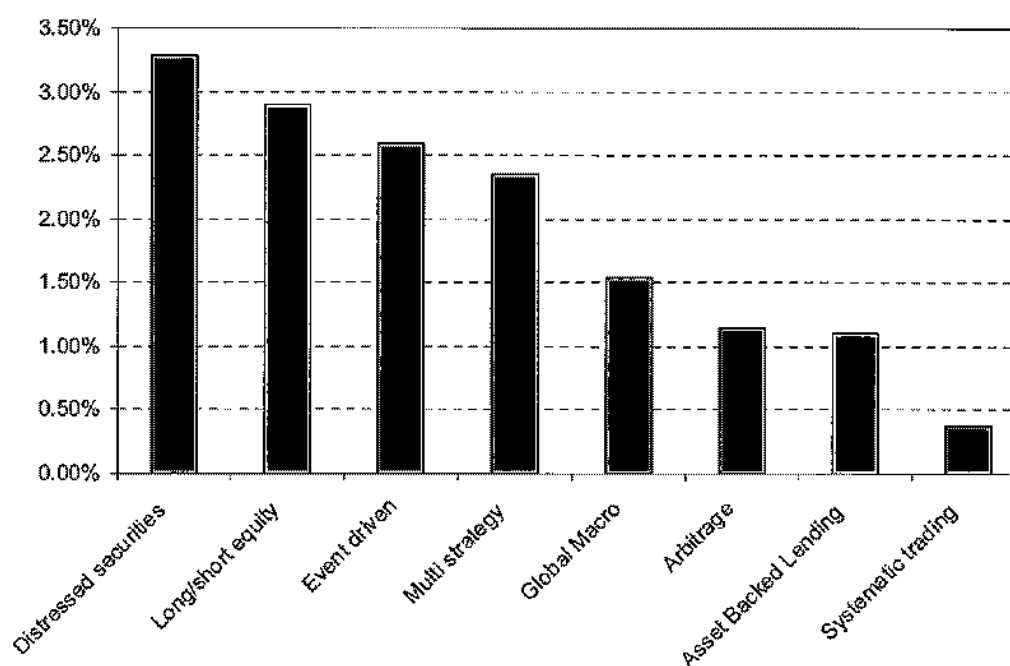
<sup>9</sup> Actual results include the impact of the B&B fee sharing arrangement which ceased at 31 March 2005. These have been shown separately above. Please note, from 1 July 2006, no fees sharing entitlement is to be paid to Babcock & Brown.

## INVESTMENT PORTFOLIO

The Everest Babcock & Brown Alternative Investment Trust (Investment Trust) provides investors with exposure to a diversified portfolio of leading international absolute return funds (Investment Portfolio). The Investment Portfolio comprises a mix of investment managers and investment strategies including long/short equity, distressed securities, multi-strategy, event driven, asset backed lending, systematic trading, global macro and arbitrage.



## Contribution by Strategy to Investment Trust<sup>11</sup>: Inception to 30 June 2006



<sup>10</sup> Based on unaudited valuation estimates. Exposures may not total 100% due to rounding.

<sup>11</sup> Estimates based on performance of the Investment Trust after leverage, fees and expenses.

The Investment Portfolio has investments in eight distinct absolute return strategies. We are pleased to report that each of these strategies has contributed to performance in the period since inception.

Individual performances from investment managers have generally been within expectations. Good performances have been posted by distressed securities investment managers who have benefited from bankrupt companies restructuring their operations (such as TV cable company Adelphia) or court approved liquidations (such as the power company, Enron). Long/short equity investment managers have also performed well, with strong gains recorded in areas such as the property securities and financial services sectors.

Portfolio construction and monitoring are ongoing processes, with the characteristics of the Investment Portfolio being continuously assessed by Everest Babcock & Brown's investment and risk management teams. Each Investment Manager is evaluated on a set of key criteria including the quality and motivation of staff, investment philosophy, track record, risk management and business infrastructure. New Investment Managers are considered for addition to the Investment Portfolio and existing Investment Managers may be changed where the analysis indicates that this would improve the overall return and risk/return characteristics.

During the half year ended 30 June 2006 certain adjustments were made to the Investment Portfolio. The majority of these changes were partial redemptions or switches between funds managed by the same investment manager. These adjustments are designed to ensure that the Investment Portfolio maintains a prudent level of diversification and exposure to a set of investment strategies that we expect to preserve capital and offer superior risk adjusted absolute returns. No new investment managers were added during the period and one divestment was completed during the period.

For a detailed discussion of the Investment Portfolio's performances by calendar quarter, please refer to the EBB Quarterly Updates which are released to the ASX and are also available at [www.everest.com.au](http://www.everest.com.au)

#### **Everest Babcock & Brown Limited Outlook (ASX code EBB)**

In the Everest Babcock & Brown restructure proposal, the independent expert's report included an assessed future maintainable EBIT for Everest Capital<sup>12</sup> of \$24.4 million, based on a pro forma estimate of earnings for the fiscal year ended June 2007. Everest Capital has been active on several fronts to achieve the estimated growth in Assets Under Management (AUM) and earnings.

In July 2006 the Everest Babcock & Brown Income Fund (EBBIF) closed oversubscribed, raising total investor commitments of \$210 million, of which 50% of committed capital has been called to date. A number of new initiatives are also underway or are being considered.

As outlined in the Everest Babcock & Brown restructure proposal, the performance fee for EBB stapled securities was calculated on the basis of the Volume Weighted Average Price for the period 17 July 2006 to 1 August 2006. As a result, Everest Capital is entitled to \$2.9 million (excluding GST) in performance fees.

Staff numbers continue to grow in line with Everest Babcock & Brown's measured growth in assets under management. As at 30 June 2006, Everest Babcock & Brown had 24 staff involved in investment research, risk management, accounting, operations and legal. It is intended that additional investment staff will be added during the next six months.

#### **Everest Babcock & Brown Alternative Investments Trust Outlook (ASX code EBI)**

The Investment Portfolio has been invested in line with Everest Babcock & Brown's rigorous fund selection and investment approach, in a diversified portfolio of leading international absolute return funds. It is difficult to estimate the future returns of the Investment Portfolio. However, we are confident in the quality of the portfolio and its outlook.

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<sup>12</sup> From 1 August 2006, Everest Capital Limited is a wholly owned subsidiary of EBBL.

**About Everest Babcock & Brown Limited (ASX code EBB)**

<http://www.everest.com.au>

Everest Babcock & Brown Limited is one of Australia's leading investment managers of absolute return funds. Everest manages a number of investment funds, and has Assets Under Management of approximately \$1.9 billion at 30 June 2006.

**About Everest Babcock & Brown Alternative Investment Trust (ASX code EBI)**

<http://www.everest.com.au>

Everest Babcock & Brown Alternative Investment Trust has investments in a diversified portfolio of leading international absolute return funds. The objective of the investment portfolio is to provide absolute returns over the long term in rising and falling markets while focusing on preservation of capital.

ENDS

**Enquiries:**

David Kent  
Executive Chairman  
Everest Babcock & Brown  
Tel: +61-2-8001-9100

Jeremy Reid  
CEO/Managing Director  
Everest Babcock & Brown  
Tel: +61-2-8001-9100

APPENDIX 4D

Half Year Report  
For the period ended 30 June 2006

|                 |                                                       |
|-----------------|-------------------------------------------------------|
| Name of Entity: | Everest Babcock & Brown Alternative Investments Group |
|-----------------|-------------------------------------------------------|

1 REPORTING PERIOD AND PREVIOUS CORRESPONDING PERIOD

|                               |                          |
|-------------------------------|--------------------------|
| Current Reporting Period:     | 6 months to 30 June 2006 |
| Previous Corresponding Period | Not meaningful           |

2 RESULTS FOR ANNOUNCEMENT TO THE MARKET

| A\$'000 |                                                                                             |                                                |              |
|---------|---------------------------------------------------------------------------------------------|------------------------------------------------|--------------|
| 2.1     | Revenues from continuing operations                                                         | 20,984                                         |              |
| 2.2     | Profit/(loss) from continuing operations after tax attributable to stapled security holders | 15,239                                         |              |
| 2.3     | Net profit/(loss) for the period attributable to stapled security holders                   | 15,239                                         |              |
| 2.4     | Distributions                                                                               | Amount per unit                                | Tax deferred |
|         | <i>Current period:</i>                                                                      |                                                |              |
|         | Final distribution                                                                          | \$0.26                                         |              |
|         | Interim distributions                                                                       | \$0.43                                         |              |
|         | Total                                                                                       | \$0.69                                         | \$0.0238     |
|         | <i>Previous corresponding period:</i>                                                       |                                                |              |
|         | Final distribution                                                                          | \$ -                                           |              |
|         | Interim distributions                                                                       | \$ -                                           |              |
|         | Total                                                                                       | \$ -                                           | \$ -         |
| 2.5     | Record date for determining entitlements to the distribution                                | Final - 30 June 2006<br>Interim - 8 March 2006 |              |

2.6 Refer to the accompanying ASX Release, Statement of Financial Performance, Statement of Financial Position and Statement of Cash Flows for further detail.

### 3 NET TANGIBLE ASSETS PER SECURITY

|                                     |         |
|-------------------------------------|---------|
| NTA per security as at 30 June 2006 | \$4.84* |
| NTA per security as at 30 June 2005 | \$4.80  |

\* This is the Post Distribution NTA. Pre Distribution is \$5.10.

### 4 ENTITIES OVER WHICH CONTROL HAS BEEN GAINED OR LOST DURING THE PERIOD

N/A

### 5 DETAILS OF DISTRIBUTIONS

#### 30 June 2006 Period distribution

As announced to the market on 14 July 2006, the distribution and dividend to EBB security holders for the period to 30 June 2006 is 26 cents per stapled security. The ex-distribution date for determining entitlement is 26 June 2006. The record date is 30 June 2006.

The distribution payable by the Trust is \$14.2 million equal to 23.4 cents per unit on issue.

The dividend payable by the Company is \$1.6 million equal to 2.6 cents per share and is fully franked.

#### 31 December 2005 period distribution

On the 22 March 2006 a distribution and dividend of \$25.8 million which is equal to 43.0 cents per stapled security was paid to EBB security holders for the period to 31 December 2005.

The distribution payable by the Trust was \$23.7 million equal to 39.5 cents per unit on issue.

The dividend payable by the Company was \$2.1 million equal to 3.5 cents per share and was fully franked.

### 6 DETAILS OF DISTRIBUTION AND DIVIDEND REINVESTMENT PLAN

#### 30 June 2006 period distribution

Security holders who have elected to participate in the Distribution and Dividend Reinvestment Plan (DRP) will be issued stapled securities at an issue price of \$5.06 which represents a 2% discount to the volume weighted average price of EBB securities for the period of 5 trading days from and including the ex-date.

#### 31 December 2005 period distribution

Security holders who elected to participate in the Distribution and Dividend Reinvestment Plan (DRP) were issued stapled securities at an issue price of \$4.64 which represented a 2% discount to the volume weighted average price of EBB securities for the period of 5 trading days from and including the ex-date.

### 7 DETAILS OF ASSOCIATES

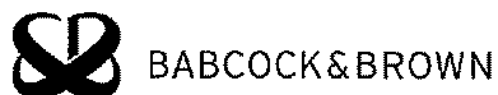
| Associate               | Ownership |      | Aggregate Share of profits (\$'000) |      | Contribution to profit after tax (\$'000) |      |
|-------------------------|-----------|------|-------------------------------------|------|-------------------------------------------|------|
|                         | 2006      | 2005 | 2006                                | 2005 | 2006                                      | 2005 |
| Everest Capital Limited | 27%       | 30%  | 2,462                               | 905  | 1,686                                     | 612  |

### 8 ACCOUNTING STANDARDS USED BY FOREIGN ENTITIES

N/A

### 9 AUDIT DISPUTE OR AUDIT QUALIFICATION

N/A



## **HALF YEAR REPORT**

**For the half year ended 30 June 2006**

Everest Babcock & Brown  
Alternative Investments Group  
at 30 June 2006 comprised of

Everest Babcock & Brown Limited  
ABN 42 112 480 145

and

Everest Babcock & Brown  
Alternative Investment Trust  
ARSN 112 129 218

# Corporate Directory

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## RESPONSIBLE ENTITY OF THE TRUST

Everest Capital Investment Management Limited  
Registered Office:  
Level 35 AMP Centre  
50 Bridge Street  
SYDNEY NSW 2000

## CONTACT DETAILS

Mail Address: Level 35 AMP Centre  
50 Bridge Street  
SYDNEY NSW 2000  
Telephone: +61 2 8001-9100  
Fax: +61 2 8001-9200  
Website: [www.everest.com.au](http://www.everest.com.au)

## DIRECTORS OF THE RESPONSIBLE ENTITY

Trevor Gerber, Independent Chairman  
Keith Ince, Independent Director  
Kerry Roxburgh, Independent Director  
Jeremy Reid  
David Kent  
David Fuchs

## DIRECTORS OF THE COMPANY

David Kent, Executive Chairman  
Trevor Gerber, Deputy Chairman and Lead  
Independent Director  
Keith Ince, Independent Director  
Kerry Roxburgh, Independent Director  
Olev Rahn, Independent Director  
Jeremy Reid, CEO/ Managing Director  
Phillip Green  
David Fuchs

## SHARE REGISTRY

Link Market Services Limited  
Level 12 680 George Street  
SYDNEY NSW 2000  
Telephone 1800 336 109  
If calling from overseas +61 2 8280 7111

## STOCK EXCHANGE

Australian Stock Exchange (ASX)  
The home exchange is Sydney  
ASX code of the Trust: EBI  
ASX code of the Company: EBB

## COMPANY SECRETARY

Brian O'Sullivan and  
Azra Popo

## INVESTMENT MANAGER

Everest Capital Limited  
Level 35 AMP Centre  
50 Bridge Street  
SYDNEY NSW 2000

## AUDITORS OF EBB

Ernst & Young  
Ernst & Young Centre  
680 George Street  
Sydney NSW 2000

## CUSTODIAN

ANZ Custodian Services  
Level 25, 530 Collins Street  
MELBOURNE VIC 3000

## AUDITORS OF COMPLIANCE PLAN & RESPONSIBLE ENTITY OF TRUST

Horwath Sydney Partnership  
Level 10 1 Market Street  
SYDNEY NSW 2000

## LEGAL ADVISORS

Baker & McKenzie  
Level 27 AMP Centre  
50 Bridge Street  
Sydney NSW 2000

## COUNTRY OF INCORPORATION

Australia

## FINANCIAL ADVISOR

Babcock & Brown Australia Pty Limited  
Level 39, The Chifley Tower  
2 Chifley Square  
SYDNEY NSW 2000

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# Directors' Report

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The Directors of Everest Capital Investment Management Limited, as responsible entity for the Everest Babcock & Brown Alternative Investment Trust and the Directors of Everest Babcock & Brown Limited submit their report for Everest Babcock & Brown Alternative Investments Group (EBB) in relation to the half year ended 30 June 2006 as follows.

## DIRECTORS

The Directors and officers of the responsible entity of the Trust during the half year and until the date of this report are:

|                  |                      |                            |
|------------------|----------------------|----------------------------|
| Trevor Gerber    | Independent Chairman |                            |
| Keith Ince       | Independent Director |                            |
| Kerry Roxburgh   | Independent Director |                            |
| David Kent       | Director             |                            |
| Jeremy Reid      | Director             |                            |
| Phillip Green    | Director             | Resigned 1 August 2006     |
| David Fuchs      | Director             | Appointed 1 August 2006    |
| Azra Popo        | Company Secretary    |                            |
| Brian O'Sullivan | Company Secretary    | Appointed 24 February 2006 |

The Directors and officers of the Company during the half year and until the date of this report are:

|                  |                                               |                            |
|------------------|-----------------------------------------------|----------------------------|
| David Kent       | Executive Chairman                            |                            |
| Trevor Gerber    | Deputy Chairman and Lead Independent Director |                            |
| Keith Ince       | Independent Director                          |                            |
| Kerry Roxburgh   | Independent Director                          |                            |
| Olev Rahn        | Independent Director                          | Appointed 1 August 2006    |
| Jeremy Reid      | Director                                      |                            |
| Phillip Green    | Director                                      |                            |
| David Fuchs      | Director                                      | Appointed 1 August 2006    |
| Azra Popo        | Company Secretary                             |                            |
| Brian O'Sullivan | Company Secretary                             | Appointed 24 February 2006 |

# Directors' Report

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## Review and Results of Operations

As at 30 June 2006 EBB comprised:

- Everest Babcock & Brown Alternative Investment Trust ARSN 112 129 218 (Trust); and
- Everest Babcock & Brown Limited ABN 42 112 480 145 (Company)

EBB was an ASX listed investment vehicle which provided investors with combined exposure to:

- a diversified portfolio of leading international absolute return funds, also known as hedge funds (Investment Portfolio); and
- a 27% [2005: 30%] equity interest in Everest Capital Limited (Everest Capital), a highly profitable and rapidly growing funds management business. Everest Capital is the investment manager of the Investment Portfolio.

The Company and the Trust together made up the listed entity EBB.

Shares in the Company and units in the Trust were stapled together so that neither could be dealt with without the other. A transfer, issue or reorganisation of a share in the Company was accompanied by a transfer, issue or reorganisation of units in the Trust. Together these were referred to as the stapled securities.

The number of stapled securities on issue was 60,483,557 [2005: 60,000,000] allotted as follows:

- 60 million stapled securities issued on 24 March 2005 successfully raising \$300 million and
- 483,557 stapled securities issued 22 March 2006 through the Dividend and Distribution Reinvestment Plan (DRP)

EBB commenced operations on 24 March 2005.

The Trust had exposure to the Investment Portfolio with a value of \$552 million as at 30 June 2006. [31 December 2005: \$545 million]

The Company had a 27% [2005: 30%] interest in Everest Capital, one of Australia's largest investment managers of absolute return funds and the investment manager of the Investment Portfolio.

The net operating profit of EBB for the half year ended 30 June 2006 after providing for income tax amounted to \$15.2 million. [2005: \$0.3 million]

For a detailed discussion of the Investment Portfolio's performances by calendar quarter, please refer to the EBB Quarterly Updates which are released to the ASX and are also available at [www.everest.com.au](http://www.everest.com.au).

## Earnings Per Stapled Security

The basic and diluted earnings per stapled security is 25.19 cents. [2005: 0.44 cents]

## **Directors' Report (continued)**

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### **Distributions and Dividends**

#### **Final**

As announced to the market on 14 July 2006, the estimated distribution and dividend to EBB securityholders for the period to 30 June 2006 is 26 cents per stapled security. This has now been confirmed.

The ex-distribution date for determining entitlement was 26 June 2006. The record date was 30 June 2006. The distribution will be paid to securityholders on or about 15 September 2006. Securityholders who have elected to participate in the DRP will be issued stapled securities at an issue price of \$5.06 which represents a 2% discount to the volume weighted average price of EBB securities for the period of 5 trading days from and including the ex-date.

#### **Interim**

On the 22 March 2006 a distribution and dividend of \$25.8 million which is equal to 43.0 cents per stapled security was paid to EBB securityholders for the 9 month period to 31 December 2005.

The distribution payable by the Trust was \$23.7 million equal to 39.5 cents per unit on issue.

The dividend payable by the Company was \$2.1 million equal to 3.5 cents per share and was fully franked.

Securityholders who elected to participate in the Distribution and Dividend Reinvestment Plan (DRP) were issued stapled securities at an issue price of \$4.64 which represented a 2% discount to the volume weighted average price of EBB securities for the period of 5 trading days from and including the ex-date.

### **SIGNIFICANT CHANGES IN STATE OF AFFAIRS**

On 25 May 2006 EBB announced a restructure proposal whereby securityholder approval was sought for the unstapling of units in the Trust from shares in the Company, and for the Company to acquire all of the shares in Everest Capital that it did not already own via a scrip-for-scrip transaction (Restructure).

On 18 July 2006, securityholders of EBB approved the Restructure and the change of the Company's name to Everest Babcock & Brown Limited.

The implementation date for the Restructure was Tuesday 1 August 2006, at which point for every security held in EBB securityholders held 1 unit in the Trust and 1 share in the Company. As a result, this is the last report for EBB as a stapled entity.

As at the date of this report, units in the Trust and shares in the Company trade separately on the ASX, and Everest Capital is now a 100% owned subsidiary of the Company.

### **ROUNDING**

The amounts contained in the financial report have been rounded to the nearest \$1,000 (where rounding is applicable) under the option available to EBB under Australian Securities and Investment Commission (ASIC) Class Order 98/0100. EBB is an entity to which the Class Order applies.

## Directors' Report (continued)

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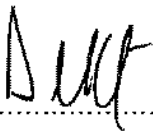
### AUDITORS' INDEPENDENCE DECLARATION

Our auditors, Ernst & Young, have provided us with a declaration of their independence, which is attached to the Directors' Report at page 8.

Signed in accordance with resolutions of the Directors of the responsible entity of the Trust and the Company.

On behalf of the Directors of the Company

On behalf of the Directors of the responsible  
entity of the Trust



David Kent  
*Executive Chairman*



David Kent  
*Director*



Jeremy Reid  
*CEO/Managing Director*



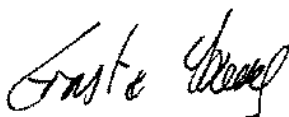
Jeremy Reid  
*CEO/Managing Director*

24 August 2006

24 August 2006

**Auditor's Independence Declaration to the Directors of Everest Babcock & Brown Alternative Investments Limited (the "Company") and to the Directors of Everest Capital Investment Management Limited as Responsible Entity for Everest Babcock & Brown Alternative Investments Trust (the "Trust")**

In relation to our review of the financial report of the Company and the Trust for the half-year ended 30 June 2006, to the best of my knowledge and belief, there have been no contraventions of the auditor independence requirements of the Corporations Act 2001 or any applicable code of professional conduct.

A stylized, handwritten signature in black ink, likely representing the firm's name or a specific representative.

Ernst & Young

A handwritten signature in black ink, appearing to be 'Mark O'Sullivan'.

Mark O'Sullivan  
Partner  
Sydney  
24 August 2006

# Income Statement

For the half year ended 30 June 2006

|                                                                                              | Notes |                         |                           |                                | For the period<br>24 March 2005 to 30 June 2005 |                           |                                |
|----------------------------------------------------------------------------------------------|-------|-------------------------|---------------------------|--------------------------------|-------------------------------------------------|---------------------------|--------------------------------|
|                                                                                              |       | Trust<br>2006<br>\$'000 | Company<br>2006<br>\$'000 | Consolidated<br>2006<br>\$'000 | Trust<br>2005<br>\$'000                         | Company<br>2005<br>\$'000 | Consolidated<br>2005<br>\$'000 |
| Revenues                                                                                     | 4     | 19,279                  | 19                        | 19,298                         | 1,879                                           | 16                        | 1,895                          |
| Share of profit from associate                                                               | 6     | -                       | 1,686                     | 1,686                          | -                                               | 612                       | 612                            |
| Expenses                                                                                     | 5     | (5,593)                 | (152)                     | (5,745)                        | (2,018)                                         | (228)                     | (2,246)                        |
| Profit/(Loss) from continuing operations<br>before income tax expense                        |       | 13,686                  | 1,553                     | 15,239                         | (139)                                           | 400                       | 261                            |
| Income tax expense                                                                           |       | -                       | -                         | -                              | -                                               | -                         | -                              |
| Profit/(Loss) from continuing operations<br>after income tax expense attributable to members |       | 13,686                  | 1,553                     | 15,239                         | (139)                                           | 400                       | 261                            |
| Distributions to unitholders                                                                 |       | (37,856)                | -                         | -                              | -                                               | -                         | -                              |
| Changes in net assets attributable to unitholders                                            |       | (24,170)                | -                         | -                              | (139)                                           | -                         | -                              |
| Profit attributable to shareholders                                                          |       | -                       | -                         | 1,553                          | -                                               | -                         | 400                            |
| Earnings attributable to unitholders                                                         |       | -                       | -                         | 13,686                         | -                                               | -                         | (139)                          |
|                                                                                              |       | -                       | -                         | 15,239                         | -                                               | -                         | 261                            |
| Basic and diluted earning per unit in cents                                                  |       | 22.62                   | -                         | -                              | (0.23)                                          | -                         | -                              |
| Basic and diluted earning per share in cents                                                 |       | -                       | 2.57                      | -                              | -                                               | 0.67                      | -                              |
| Basic and diluted earnings per stapled security in cents                                     |       | -                       | -                         | 25.19                          | -                                               | -                         | 0.44                           |
| Distribution per unit                                                                        | 7     | 62.9*                   | -                         | -                              | -                                               | -                         | -                              |
| Dividend per share                                                                           | 7     | -                       | 6.1*                      | -                              | -                                               | -                         | -                              |
| Distribution and dividend per stapled security                                               | 7     | -                       | -                         | 69.00*                         | -                                               | -                         | -                              |

\*The distribution and dividend to securityholders for the 6 month period to 30 June 2006 is 26.0 cents per stapled security. The reported distribution and dividend of 69.0 cents per stapled security includes 43.0 cents for the 9 month period ending 31 December 2005.

# Balance Sheet

As at 30 June 2006

|                                           | Notes |                         |                           |                                | 31 December 2005        |                           |                                |
|-------------------------------------------|-------|-------------------------|---------------------------|--------------------------------|-------------------------|---------------------------|--------------------------------|
|                                           |       | Trust<br>2006<br>\$'000 | Company<br>2006<br>\$'000 | Consolidated<br>2006<br>\$'000 | Trust<br>2005<br>\$'000 | Company<br>2005<br>\$'000 | Consolidated<br>2005<br>\$'000 |
| <b>Current assets</b>                     |       |                         |                           |                                |                         |                           |                                |
| Cash assets                               |       | 15,120                  | 416                       | 15,536                         | 25,842                  | 828                       | 26,670                         |
| Receivables                               |       | 176                     | -                         | 176                            | 215                     | -                         | 215                            |
| Financial assets                          |       | 552,358                 | -                         | 552,358                        | 545,354                 | -                         | 545,354                        |
| Prepayments                               |       | -                       | 66                        | 66                             | -                       | 55                        | 55                             |
| <b>Total current assets</b>               |       | <b>567,654</b>          | <b>482</b>                | <b>568,136</b>                 | <b>571,411</b>          | <b>883</b>                | <b>572,294</b>                 |
| <b>Non current assets</b>                 |       |                         |                           |                                |                         |                           |                                |
| Investments in associate                  | 6     | -                       | 41,595                    | 41,595                         | -                       | 38,591                    | 38,591                         |
| <b>Total non current assets</b>           |       | <b>-</b>                | <b>41,595</b>             | <b>41,595</b>                  | <b>-</b>                | <b>38,591</b>             | <b>38,591</b>                  |
| <b>Total assets</b>                       |       | <b>567,654</b>          | <b>42,077</b>             | <b>609,731</b>                 | <b>571,411</b>          | <b>39,474</b>             | <b>610,885</b>                 |
| <b>Current liabilities</b>                |       |                         |                           |                                |                         |                           |                                |
| Distribution payable                      |       | 14,156                  | -                         | 14,156                         | -                       | -                         | -                              |
| Dividend payable                          |       | -                       | 1,570                     | 1,570                          | -                       | -                         | -                              |
| Management fee                            |       | 3,876                   | -                         | 3,876                          | 3,725                   | -                         | 3,725                          |
| Performance fee                           |       | 1,440                   | -                         | 1,440                          | -                       | -                         | -                              |
| Derivatives                               |       | 860                     | -                         | 860                            | 8,716                   | -                         | 8,716                          |
| Financial liabilities                     |       | 294,632                 | -                         | 294,632                        | 283,972                 | -                         | 283,972                        |
| Other payables                            |       | 287                     | 49                        | 336                            | 487                     | 54                        | 541                            |
| <b>Total current liabilities</b>          |       | <b>315,251</b>          | <b>1,619</b>              | <b>316,870</b>                 | <b>298,900</b>          | <b>54</b>                 | <b>298,954</b>                 |
| <b>Total liabilities</b>                  |       | <b>315,251</b>          | <b>1,619</b>              | <b>316,870</b>                 | <b>298,900</b>          | <b>54</b>                 | <b>298,954</b>                 |
| <b>Net assets attributable to members</b> |       | <b>252,403</b>          | <b>40,458</b>             | <b>292,861</b>                 | <b>274,511</b>          | <b>39,420</b>             | <b>313,931</b>                 |
| <b>Represented by</b>                     |       |                         |                           |                                |                         |                           |                                |
| Attributable to unitholders of the Trust  |       |                         |                           |                                |                         |                           |                                |
| Units on issue                            |       | 252,459                 | -                         | 252,459                        | 250,397                 | -                         | 250,397                        |
| Return of capital                         |       | (56)                    | -                         | (56)                           | -                       | -                         | -                              |
| Undistributed income                      |       | -                       | -                         | -                              | 24,114                  | -                         | 24,114                         |
|                                           |       | <b>252,403</b>          | <b>-</b>                  | <b>252,403</b>                 | <b>274,511</b>          | <b>-</b>                  | <b>274,511</b>                 |
| Attributable to members of the Company    |       |                         |                           |                                |                         |                           |                                |
| Contributed equity                        |       | -                       | 37,279                    | 37,279                         | -                       | 37,303                    | 37,303                         |
| Retained earnings                         |       | -                       | -                         | -                              | -                       | 2,117                     | 2,117                          |
| Asset revaluation reserve                 | 6     | -                       | 3,179                     | 3,179                          | -                       | -                         | -                              |
|                                           |       | <b>-</b>                | <b>40,458</b>             | <b>40,458</b>                  | <b>-</b>                | <b>39,420</b>             | <b>39,420</b>                  |
| <b>Total members' interests</b>           |       | <b>252,403</b>          | <b>40,458</b>             | <b>292,861</b>                 | <b>274,511</b>          | <b>39,420</b>             | <b>313,931</b>                 |
| Attributable to members of the Parent     |       |                         |                           | 252,403                        |                         |                           | 274,511                        |
| Attributable to members of the Company    |       |                         |                           | 40,458                         |                         |                           | 39,420                         |
|                                           |       |                         |                           | <b>292,861</b>                 |                         |                           | <b>313,931</b>                 |

# Cash Flow Statement

For the half year ended 30 June 2006

| Notes                                              |                 |                |                 | For the period<br>24 March 2005 to 30 June 2005 |                |                |
|----------------------------------------------------|-----------------|----------------|-----------------|-------------------------------------------------|----------------|----------------|
|                                                    | Trust           | Company        | Consolidated    | Trust                                           | Company        | Consolidated   |
|                                                    | 2006<br>\$'000  | 2006<br>\$'000 | 2006<br>\$'000  | 2005<br>\$'000                                  | 2005<br>\$'000 | 2005<br>\$'000 |
| <b>Cash flows from operating activities</b>        |                 |                |                 |                                                 |                |                |
| Interest received                                  | 411             | 19             | 430             | 437                                             | 16             | 453            |
| Dividends received                                 | -               | 1,860          | 1,860           | -                                               | -              | -              |
| Refund of goods & services tax                     | 198             | -              | 198             | 303                                             | 44             | 347            |
| Management & administration expenses               | (4,467)         | (374)          | (4,841)         | (601)                                           | (18)           | (619)          |
| Net cash flow from operating activities            | (3,858)         | 1,505          | (2,353)         | 139                                             | 42             | 181            |
| <b>Cash flows from investing activities</b>        |                 |                |                 |                                                 |                |                |
| Purchase of investments                            | (4,024)         | -              | (4,024)         | (248,686)                                       | (37,323)       | (286,008)      |
| Proceeds from sale of Investments                  | 18,798          | -              | 18,798          | -                                               | -              | -              |
| Net cash flow from investing activities            | 14,774          | -              | 14,774          | (248,686)                                       | (37,323)       | (286,008)      |
| <b>Cash flows from financing activities</b>        |                 |                |                 |                                                 |                |                |
| Proceeds from issue of stapled securities          | -               | -              | -               | 281,070                                         | 38,930         | 300,000        |
| Transaction costs from issue of stapled securities | -               | -              | -               | (10,666)                                        | (1,634)        | (12,300)       |
| Distribution/dividend paid                         | (21,638)        | (1,917)        | (23,555)        | -                                               | -              | -              |
| Net cash flow from financing activities            | (21,638)        | (1,917)        | (23,555)        | 250,404                                         | 37,296         | 287,700        |
| <b>Net increase/(decrease) in cash held</b>        | <b>(10,722)</b> | <b>(412)</b>   | <b>(11,134)</b> | <b>1,856</b>                                    | <b>15</b>      | <b>1,873</b>   |
| Add opening cash brought forward                   | 25,842          | 828            | 26,670          | -                                               | -              | -              |
| Cash at the end of the financial period            | 15,120          | 416            | 15,536          | 1,856                                           | 15             | 1,873          |

# Statement of Changes in Members' Interests

For the half year ended 30 June 2006

|                                                                | Contributed<br>Equity<br>\$'000 | Units on<br>Issue<br>\$'000 | Asset<br>Revaluation<br>Reserve<br>\$'000 | Undistributed<br>Income/<br>Retained<br>Earnings<br>\$'000 | Total<br>\$'000 |
|----------------------------------------------------------------|---------------------------------|-----------------------------|-------------------------------------------|------------------------------------------------------------|-----------------|
| <b>Consolidated</b>                                            |                                 |                             |                                           |                                                            |                 |
| At 1 January 2006                                              | 37,303                          | 250,397                     | -                                         | 26,231                                                     | 313,931         |
| Transaction costs                                              | (206)                           | -                           | -                                         | -                                                          | (206)           |
| Asset revaluation reserve                                      | -                               | -                           | 3,179                                     | -                                                          | 3,179           |
| <b>Net income recognised directly in equity for the period</b> | <b>(206)</b>                    | <b>-</b>                    | <b>3,179</b>                              | <b>-</b>                                                   | <b>2,973</b>    |
| Profit/(loss) for period attributable to members               | -                               | -                           | -                                         | 1,553                                                      | 1,553           |
| Profit/(loss) for period attributable to unitholders           | -                               | -                           | -                                         | 13,686                                                     | 13,686          |
| <b>Total income/expense for the period</b>                     | <b>-</b>                        | <b>-</b>                    | <b>-</b>                                  | <b>15,239</b>                                              | <b>15,239</b>   |
| Issue of stapled securities                                    | 182                             | 2,062                       | -                                         | -                                                          | 2,244           |
| Distribution to unitholders                                    | -                               | -                           | -                                         | (37,856)                                                   | (37,856)        |
| Dividends to shareholders                                      | -                               | -                           | -                                         | (3,670)                                                    | (3,670)         |
| <b>At 30 June 2006</b>                                         | <b>37,279</b>                   | <b>252,459</b>              | <b>3,179</b>                              | <b>(56)</b>                                                | <b>292,861</b>  |
| <b>Trust</b>                                                   |                                 |                             |                                           |                                                            |                 |
| At 1 January 2006                                              | -                               | 250,397                     | -                                         | 24,114                                                     | 274,511         |
| Profit/(loss) for period attributable to unitholders           | -                               | -                           | -                                         | 13,686                                                     | 13,686          |
| <b>Total income/expense for the period</b>                     | <b>-</b>                        | <b>-</b>                    | <b>-</b>                                  | <b>13,686</b>                                              | <b>13,686</b>   |
| Issue of units                                                 | -                               | 2,062                       | -                                         | -                                                          | 2,062           |
| Distribution to unitholders                                    | -                               | -                           | -                                         | (37,856)                                                   | (37,856)        |
| <b>At 30 June 2006</b>                                         | <b>-</b>                        | <b>252,459</b>              | <b>-</b>                                  | <b>(56)</b>                                                | <b>252,403</b>  |
| <b>Company</b>                                                 |                                 |                             |                                           |                                                            |                 |
| At 1 January 2006                                              | 37,303                          | -                           | -                                         | 2,117                                                      | 39,420          |
| Transaction costs                                              | (206)                           | -                           | -                                         | -                                                          | (206)           |
| Asset revaluation reserve                                      | -                               | -                           | 3,179                                     | -                                                          | 3,179           |
| <b>Net income recognised directly in equity for the period</b> | <b>(206)</b>                    | <b>-</b>                    | <b>3,179</b>                              | <b>-</b>                                                   | <b>2,973</b>    |
| Profit/(loss) for period attributable to members               | -                               | -                           | -                                         | 1,553                                                      | 1,553           |
| <b>Total income/expense for the period</b>                     | <b>-</b>                        | <b>-</b>                    | <b>-</b>                                  | <b>1,553</b>                                               | <b>1,553</b>    |
| Issue of shares                                                | 182                             | -                           | -                                         | -                                                          | 182             |
| Dividends to shareholders                                      | -                               | -                           | -                                         | (3,670)                                                    | (3,670)         |
| <b>At 30 June 2006</b>                                         | <b>37,279</b>                   | <b>-</b>                    | <b>3,179</b>                              | <b>-</b>                                                   | <b>40,458</b>   |

# Statement of Changes in Members' Interests

For the period 24 March 2005 to 30 June 2005

|                                                                | Contributed<br>Equity<br>\$'000 | Units on<br>Issue<br>\$'000 | Undistributed<br>Income/<br>Retained<br>Earnings<br>\$'000 | Total<br>\$'000 |
|----------------------------------------------------------------|---------------------------------|-----------------------------|------------------------------------------------------------|-----------------|
| <b>Consolidated</b>                                            |                                 |                             |                                                            |                 |
| At 24 March 2005                                               | -                               | -                           | -                                                          | -               |
| Transaction costs of share/unit issue                          | (1,634)                         | (10,666)                    | -                                                          | (12,300)        |
| <b>Net income recognised directly in equity for the period</b> | <b>(1,634)</b>                  | <b>(10,666)</b>             | <b>-</b>                                                   | <b>(12,300)</b> |
| Profit/(loss) for period attributable to members               | -                               | -                           | 400                                                        | 400             |
| Profit/(loss) for period attributable to unitholders           | -                               | -                           | (139)                                                      | (139)           |
| <b>Total income/expense for the period</b>                     | <b>-</b>                        | <b>-</b>                    | <b>261</b>                                                 | <b>261</b>      |
| Issue of stapled securities                                    | 38,930                          | 261,070                     | -                                                          | 300,000         |
| Dividends to shareholders                                      | -                               | -                           | -                                                          | -               |
| Distribution to unitholders                                    | -                               | -                           | -                                                          | -               |
| <b>At 30 June 2005</b>                                         | <b>37,296</b>                   | <b>250,404</b>              | <b>261</b>                                                 | <b>287,961</b>  |
| <b>Trust</b>                                                   |                                 |                             |                                                            |                 |
| At 24 March 2005                                               | -                               | -                           | -                                                          | -               |
| Transaction costs of unit issue                                | -                               | (10,666)                    | -                                                          | (10,666)        |
| <b>Net income recognised directly in equity for the period</b> | <b>-</b>                        | <b>(10,666)</b>             | <b>-</b>                                                   | <b>(10,666)</b> |
| Profit/(loss) for period attributable to unitholders           | -                               | -                           | (139)                                                      | (139)           |
| <b>Total income/expense for the period</b>                     | <b>-</b>                        | <b>-</b>                    | <b>(139)</b>                                               | <b>(139)</b>    |
| Issue of units                                                 | -                               | 261,070                     | -                                                          | 261,070         |
| Distribution to unitholders                                    | -                               | -                           | -                                                          | -               |
| <b>At 30 June 2005</b>                                         | <b>-</b>                        | <b>250,404</b>              | <b>(139)</b>                                               | <b>250,265</b>  |
| <b>Company</b>                                                 |                                 |                             |                                                            |                 |
| At 24 March 2005                                               | -                               | -                           | -                                                          | -               |
| Transaction costs of share issue                               | (1,634)                         | -                           | -                                                          | (1,634)         |
| <b>Net income recognised directly in equity for the period</b> | <b>(1,634)</b>                  | <b>-</b>                    | <b>-</b>                                                   | <b>(1,634)</b>  |
| Profit/(loss) for period attributable to members               | -                               | -                           | 400                                                        | 400             |
| <b>Total income/expense for the period</b>                     | <b>-</b>                        | <b>-</b>                    | <b>400</b>                                                 | <b>400</b>      |
| Issue of shares                                                | 38,930                          | -                           | -                                                          | 38,930          |
| Dividends to shareholders                                      | -                               | -                           | -                                                          | -               |
| <b>At 30 June 2005</b>                                         | <b>37,296</b>                   | <b>-</b>                    | <b>400</b>                                                 | <b>37,696</b>   |

# Notes to the Financial Statements

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## 1. CORPORATE INFORMATION

The financial report for EBB for the half year ended 30 June 2006 was authorised for issue in accordance with resolutions of the directors of the responsible entity of the Trust and the Company on 23 August 2006.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The half year financial report does not include all notes of the type normally included in the annual financial report and should be read in conjunction with the Annual Report released to securityholders on 27 February 2006.

It is also recommended that the half year financial report be considered together with any public announcements made by EBB during the half year ended 30 June 2006 in accordance with the continuous disclosure obligations arising under the Corporations Act 2001.

### (a) Basis of preparation

The half year financial report is a general-purpose financial report, which has been prepared in accordance with the requirements of the Corporations Act 2001, applicable Australian Accounting Standards including AASB 134 'Interim Financial Reporting' and other mandatory reporting requirements.

The half year financial report has been prepared on a historical cost basis except for the investment in the associate which is equity accounted and financial assets and financial liabilities which are measured at fair value.

EBB's functional and presentation currency is Australian dollars.

For the purpose of preparing the half year financial report, the half year has been treated as a discrete reporting period.

### (b) Significant accounting policies

The financial statements have been prepared using the same accounting policies as used in the annual report for the period ending 31 December 2005.

### (c) Basis of consolidation

The financial statements include the Consolidated financial statements of the Trust and the Company referred to collectively throughout these financial statements as 'Everest Babcock & Brown Alternative Investments Group' or 'EBB'.

The financial statements for the Trust and the Company have been prepared for the same reporting period using consistent accounting policies. All intercompany balances have been eliminated in full.

The financial statements have been prepared in accordance with ASIC Class Order 05/642 which allows issuers of stapled securities to include their financial statements and the consolidated or combined financial statements of the stapled group in adjacent columns in one financial report. The parent entity in the stapling arrangement is the Trust.

# Notes to the Financial Statements

## (d) Comparatives

The comparative figures for 2005 cover the period 24 March to 30 June 2005.

## 3. SEGMENT INFORMATION

EBB offered exposure to the Investment Portfolio and a 27% [2005: 30%] interest in Everest Capital. EBB operated in the Australian funds management industry.

EBB has no reportable business or geographic segments.

## 4. REVENUE

|                                                                  |                         |                           |                                | For the period<br>24 March 2005 to 30 June 2005 |                           |                                |
|------------------------------------------------------------------|-------------------------|---------------------------|--------------------------------|-------------------------------------------------|---------------------------|--------------------------------|
|                                                                  | Trust<br>2006<br>\$'000 | Company<br>2006<br>\$'000 | Consolidated<br>2006<br>\$'000 | Trust<br>2005<br>\$'000                         | Company<br>2005<br>\$'000 | Consolidated<br>2005<br>\$'000 |
| Interest                                                         | 362                     | 19                        | 381                            | 446                                             | 16                        | 462                            |
| Fair value gain on swap receivable (Investment Portfolio)        | 20,427                  | -                         | 20,427                         | 8,845                                           | -                         | 8,845                          |
| Fair value loss on swap payable (Leverage)                       | (5,590)                 | -                         | (5,590)                        | (6,091)                                         | -                         | (6,091)                        |
| Realised foreign exchange loss                                   | (3,776)                 | -                         | (3,776)                        | -                                               | -                         | -                              |
| Fair value gain/(loss) on derivatives (Foreign currency hedging) | 7,856                   | -                         | 7,856                          | (1,321)                                         | -                         | (1,321)                        |
|                                                                  | 19,279                  | 19                        | 19,298                         | 1,879                                           | 16                        | 1,895                          |

## 5. EXPENSES

|                                           |                         |                           |                                | For the period<br>24 March 2005 to 30 June 2005 |                           |                                |
|-------------------------------------------|-------------------------|---------------------------|--------------------------------|-------------------------------------------------|---------------------------|--------------------------------|
|                                           | Trust<br>2006<br>\$'000 | Company<br>2006<br>\$'000 | Consolidated<br>2006<br>\$'000 | Trust<br>2005<br>\$'000                         | Company<br>2005<br>\$'000 | Consolidated<br>2005<br>\$'000 |
| Fund administration and custody expenses  | 30                      | -                         | 30                             | 157                                             | -                         | 157                            |
| Responsible entity fees                   | 3,678                   | -                         | 3,678                          | 1,718                                           | -                         | 1,718                          |
| Performance Fees                          | 1,440                   | -                         | 1,440                          | -                                               | -                         | -                              |
| Auditors remuneration                     | 41                      | 10                        | 51                             | 18                                              | 2                         | 20                             |
| Professional fees                         | 85                      | 5                         | 90                             | 124                                             | 16                        | 140                            |
| Directors remuneration                    | 73                      | 73                        | 146                            | -                                               | 125                       | 125                            |
| Insurance                                 | 106                     | 50                        | 156                            | -                                               | 54                        | 54                             |
| Other general and administrative expenses | 140                     | 14                        | 154                            | 1                                               | 31                        | 32                             |
|                                           | 5,593                   | 152                       | 5,745                          | 2,018                                           | 228                       | 2,246                          |

# Notes to the Financial Statements

## 6. INVESTMENT IN ASSOCIATES

The Company held a 27% [2005: 30%] interest in Everest Capital which is one the largest Australian based investors in absolute return funds.

On 25 May 2006, the board of Everest Capital reached an agreement with Babcock & Brown under which Babcock & Brown agreed to forgo fees from any co-branded funds launched prior to 30 June 2011 until the earlier of the maturity date of the fund or 30 June 2016. In consideration for forgoing these fees and allowing the use of the Babcock & Brown name, Babcock & Brown was issued new shares valued at \$26,000,000 in Everest Capital. The shares issued represent 10% of the increased capital base of Everest Capital. As such, Babcock & Brown increased its shareholding in Everest Capital from 19.9% to 27.9%.

As a result of the issue of shares to Babcock & Brown all existing shareholdings in Everest Capital have been diluted by the equity issue to Babcock & Brown, including the Company's stake in Everest Capital being reduced from 30% to 27%. This reduction in holdings requires EBB to account for its adjusted share of total identifiable assets in Everest Capital. Given the additional shares issued to Babcock & Brown and the corresponding increase in net identifiable assets, there has been an increase in the carrying amount of the associate by \$3,178,832 despite the reduced holdings. This has been recognised in equity in the asset revaluation reserve.

Everest Capital is a public company incorporated in Australia that is not listed on any public exchange and therefore there is no published quotation price for the fair value of this investment.

The reporting date for Everest Capital is 30 June. The Company has recognised its share of the movement in net assets of Everest Capital from the time of the investment being 24 March 2005 until 30 June 2006.

There were no impairment losses relating to the investment in the associate and no capital commitments or other commitments relating to the associate.

The investment in the associate is carried in the Consolidated Balance Sheet at cost adjusted for subsequent changes in the 27% [2005: 30%] interest in the net assets of Everest Capital.

The following table illustrates summarised information of the investment in Everest Capital:

|                                                  | Company<br>2006<br>\$'000      | Company<br>2005<br>\$'000                  |
|--------------------------------------------------|--------------------------------|--------------------------------------------|
| <b>Share of associate's balance sheet</b>        | <b>At 30 June '06</b>          | <b>At 31 Dec 05</b>                        |
| Current Assets                                   | 3,130                          | 3,118                                      |
| Non-current assets                               | 20,320                         | 12,595                                     |
| Current liabilities                              | (1,569)                        | (1,471)                                    |
| Non-current liabilities                          | (38)                           | (26)                                       |
| Net assets                                       | 21,842                         | 14,216                                     |
| <b>Share of associates' revenue and profit</b>   | <b>Half year to<br/>Jun-06</b> | <b>Period 24 March<br/>to 30 June 2005</b> |
| Revenue                                          | 3,504                          | 1,583                                      |
| Profit before income tax                         | 2,462                          | 905                                        |
| Income tax                                       | (776)                          | (293)                                      |
| Profit after income tax                          | 1,686                          | 612                                        |
| <b>Carrying value of investment in associate</b> | <b>At 30 June 06</b>           | <b>At 31 Dec 05</b>                        |
| Cost of acquisition                              | 37,100                         | 37,100                                     |
| Stamp duty                                       | 222                            | 223                                        |
| Share of post acquisition profits                | 4,194                          | 2,508                                      |
| Increase in equity                               | 7,020                          | -                                          |
| Dilution in holdings                             | (3,841)                        | -                                          |
| Less dividends received                          | (3,100)                        | (1,240)                                    |
| Investment in associate                          | 41,595                         | 38,591                                     |

## Notes to the Financial Statements

### 7. DISTRIBUTION & DIVIDEND

|                                                                 | Trust<br>2006<br>\$'000 | Company<br>2006<br>\$'000 | Consolidated<br>2006<br>\$'000 | Trust<br>2005<br>\$'000 | Company<br>2005<br>\$'000 | Consolidated<br>2005<br>\$'000 |
|-----------------------------------------------------------------|-------------------------|---------------------------|--------------------------------|-------------------------|---------------------------|--------------------------------|
| Distribution and dividend paid 22 March 2006                    | 23,700                  | 2,100                     | 25,800                         | -                       | -                         | -                              |
| Cents per stapled security                                      | 39.5                    | 3.5                       | 43.0                           | -                       | -                         | -                              |
| Distribution and dividend payable on or about 15 September 2006 | 14,156                  | 1,570                     | 15,726                         | -                       | -                         | -                              |
| Cents per stapled security                                      | 23.4                    | 2.6                       | 26.0                           | -                       | -                         | -                              |

The dividends paid and payable by the Company are fully franked. The tax rate at which the dividend from the Company is franked is 30%. Dividends paid on 22 March relate to the period ended 31 December 2005 with the record date 8 March 2006.

As at 30 June 2006 the Company's franking account balance is \$428,767 [2005: Nil].

### 8. COMMITMENTS AND CONTINGENCIES

There are no commitments or contingencies at 30 June 2006. [2005: Nil]

### 9. MEMBERS' INTERESTS

As at 30 June 2006 the number of fully paid ordinary stapled securities on issue is 60,483,557. [2005: 60,000,000] The securities were allotted as follows:

|                                                                                      | Trust<br>Units | Company<br>Shares | Stapled<br>Securities |
|--------------------------------------------------------------------------------------|----------------|-------------------|-----------------------|
| Allotment as at 24 March 2005                                                        | 60,000,000     | 60,000,000        | 60,000,000            |
| Allotment as at 22 March 2006 by way of<br>Distribution & Dividend Reinvestment Plan | 483,557        | 483,557           | 483,557               |
| Total on issue as at 30 June 2006                                                    | 60,483,557     | 60,483,557        | 60,483,557            |

## Notes to the Financial Statements

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### 10. EVENTS AFTER THE BALANCE SHEET DATE

a) On 25 May 2006 EBB announced a restructure proposal whereby securityholder approval was sought for the unstapling of units in the Trust from shares in the Company, and for the Company to acquire all of the shares in Everest Capital that it did not already own via a scrip-for-scrip transaction (Restructure).

On 18 July 2006, securityholders of EBB approved the Restructure and the change of the Company's name to Everest Babcock & Brown Limited.

The implementation date for the Restructure was Tuesday 1 August 2006, at which point for every security held in EBB securityholders held 1 unit in the Trust and 1 share in the Company.

At the date of this report units in the Trust and shares in the Company trade separately on the ASX, and Everest Capital is now a 100% owned subsidiary of the Company.

As a result of the Restructure, a number of changes have taken place at Board level. The new Board of the Company now comprises:

- David Kent, Executive Chairman
- Trevor Gerber, Deputy Chairman and Lead Independent Director
- Keith Ince, Independent Director
- Kerry Roxburgh, Independent Director
- Olev Rahn, Independent Director
- Jeremy Reid, CEO / Managing Director
- Phillip Green, Director (Babcock & Brown representative)
- David Fuchs, Director (Babcock & Brown representative)

There have been some additional changes to the Board of Everest Capital Investment Management Limited, the responsible entity of the Trust, whereby David Fuchs has replaced Phillip Green as Babcock & Brown's Board representative. The Board of ECIML now comprises:

- Trevor Gerber, Independent Chairman
- Keith Ince, Independent Director
- Kerry Roxburgh, Independent Director
- David Kent, Director
- Jeremy Reid, Director
- David Fuchs, Director (Babcock & Brown representative)

b) Based on the security price of EBB for the period 17 July 2006 up to and including the unstapling date (1 August 2006) the performance fee payable by the Trust to the Responsible Entity is \$3,177,800 (incl. GST).

# Notes to the Financial Statements

## 11. Business combination

On 1 August 2006, the Company acquired the remaining 73% share in Everest Capital that it did not already own (including those issued to Babcock & Brown as detailed in note 6) via a 100% scrip-for-scrip transaction. Everest Capital became a wholly owned subsidiary of the Company at that date.

This resulted in all current shareholders in Everest Capital retaining their proportional holding (following the share issue to Babcock & Brown) in Everest Capital, held through their stake in the Company.

If the acquisition had occurred on 1 January 2006, consolidated revenue and consolidated profit for the Company for the half year ended 30 June 2006 would have been \$11,680 and \$5,620 respectively.

Details of net assets acquired and goodwill on a provisional accounting basis are as follows:

|                                                                  | \$'000             |
|------------------------------------------------------------------|--------------------|
| Purchase consideration                                           |                    |
| Share transaction (163,529,537 shares issued)                    | 189,800            |
| Direct costs relating to the acquisition                         | <u>1,762</u>       |
| Total purchase consideration                                     | 191,562            |
| <br>Fair value of net identifiable assets acquired (refer below) | <br><u>160,237</u> |
| Goodwill                                                         | <u>31,325</u>      |

The share acquisition has been valued by the Directors supported by an Independent Experts Valuation report.

The goodwill is attributable to the profitability and future growth opportunities for Everest Capital. No acquisition provisions were created.

The assets and liabilities arising from the acquisition are as follows:

|                                  | Acquiree's<br>carrying amount<br>\$'000 | Fair value<br>\$'000 |
|----------------------------------|-----------------------------------------|----------------------|
| Cash and cash equivalents        | 2,594                                   | 2,594                |
| Receivables                      | 9,845                                   | 9,845                |
| Other assets                     | 368                                     | 386                  |
| Management rights                | -                                       | 105,400              |
| Relationship agreement           | 48,643                                  | 48,643               |
| Property, plant and equipment    | 246                                     | 246                  |
| Payables                         | (4,472)                                 | (4,472)              |
| Provisions                       | (340)                                   | (340)                |
| Current tax liabilities          | <u>(2,065)</u>                          | <u>(2,065)</u>       |
| Net identifiable assets acquired | <u>54,819</u>                           | <u>160,237</u>       |

## Directors' Declarations

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### Company

In accordance with a resolution of the Directors of the Company, I 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 2006 and of their performance for the half year ended on that date; and
  - (ii) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the Corporations Regulations 2001; 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.



On behalf of the Board for the Company  
David Kent  
Executive Chairman  
Sydney  
24 August 2006

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### Trust

In accordance with a resolution of the Directors of the responsible entity of the Trust, I state that:

In the opinion of the Directors:

- (a) the financial statements and notes of the Trust are in accordance with the Corporations Act 2001, including:
  - (i) giving a true and fair view of the Trust and the Consolidated Entity's financial position as at 30 June 2006 and of their performance for the half year ended on that date; and
  - (ii) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the Corporations Regulations 2001; and
- (b) there are reasonable grounds to believe that Trust will be able to pay its debts as and when they become due and payable.



On behalf of the Board  
David Kent  
Director  
Sydney  
24 August 2006

**Independent review report to the stapled security-holders being the members of Everest Babcock & Brown Alternative Investments Limited (the “Company”) and the Unitholders of Everest Babcock & Brown Alternative Investments Trust (the “Trust”)**

**Scope**

*The financial report and directors responsibility*

The financial report, prepared in accordance with ASIC Class Order 05/642, comprises the balance sheets, income statements, cash flow statements, statements of changes in members’ interests, accompanying notes to the financial statements, the directors’ declaration for Everest Babcock & Brown Alternative Investment Management Limited and the responsible entity’s declaration for Everest Babcock & Brown Alternative Investment Trust and the controlled entity within its stapled group, for the half year ended 30 June 2006.

The directors of the Company and the directors of Everest Capital Investment Management Limited, as Responsible Entity for the Trust, are responsible for preparing a financial report that gives a true and fair view of the financial positions and performances of the group, and that complies with Accounting Standard AASB 134 “Interim Financial Reporting”, in accordance with the *Corporations Act 2001*. This includes responsibility for the maintenance of adequate accounting records and internal controls that are designed to prevent and detect fraud and error, and for the accounting policies and accounting estimates inherent in the financial report.

*Review approach*

We conducted an independent review of the financial report in order to make a statement about it to the stapled security holders, being the members of the Company and the unitholders of the Trust, in order for the financial report to be lodged with the Australian Stock Exchange and the Australian Securities and Investments Commission.

Our review was conducted in accordance with Australian Auditing Standards applicable to review engagements, in order to state whether, on the basis of the procedures described, anything has come to our attention that would indicate that the financial report is not presented fairly in accordance with the *Corporations Act 2001*, Accounting Standard AASB 134 “Interim Financial Reporting” and other mandatory financial reporting requirements in Australia, so as to present a view which is consistent with our understanding of the financial positions, and of the performances as represented by the results of the operations and cash flows of the Company and the Trust.

A review is limited primarily to inquiries of company personnel and analytical procedures applied to the financial data. These procedures do not provide all the evidence that would be required in an audit, thus the level of assurance is less than given in an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

**Independence**

We are independent of the Company and the Trust, and have met the independence requirements of Australian professional ethical pronouncements and the *Corporations Act 2001*. We have given to the directors of the Company and the directors of Everest Capital Investment Management Limited as responsible entity of the Trust a written Auditor’s Independence Declaration, a copy of which is attached to the Directors’ Report.

**Statement**

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the financial report of Everest Babcock & Brown Alternative Investment Limited, Everest Babcock & Brown Alternative Investment Trust and the controlled entity within its stapled group are not in accordance with:

- (a) the *Corporations Act 2001*, including:
  - (i) giving a true and fair view of the financial positions of Everest Babcock & Brown Alternative Investment Limited and Everest Babcock & Brown Alternative Investment Trust and the controlled entity within its stapled group at 30 June 2006 and of their performance for the half year ended on that date; and
  - (ii) complying with Accounting Standard AASB 134 "Interim Financial Reporting" and the *Corporations Regulations 2001*; and
- (b) other mandatory financial reporting requirements in Australia.



Ernst & Young



Mark O'Sullivan  
Partner  
Sydney  
24 August 2006