



DLA Piper Australia  
201 Elizabeth Street  
Sydney NSW 2000  
Australia  
DX 107 Sydney  
T +61 2 9286 8000  
F +61 2 9283 4144  
W www.dlapiper.com

Our ref: RWT:GHL:0461636

11 August 2011

The Manager  
Company Announcements Office  
ASX Limited  
By fax 1300 135 638

Dear Sir/Madam

**ALTERNATIVE INVESTMENT TRUST**

**NOTICE OF CHANGE OF INTEREST OF SUBSTANTIAL SHAREHOLDER:  
FORM 604**

We act for Weiss Asset Management LP in relation to its interest in Alternative Investment Trust (AIQ).

In accordance with section 671B of the Corporations Act 2001, we attach a Form 604 in relation to AIQ.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Geoffrey Lee'.

**Geoffrey Lee**  
Solicitor  
Direct +61 2 9286 8095  
geoffrey.lee@dlapiper.com  
Encl

A handwritten signature in black ink, appearing to read 'Robert Tobias'.

**Robert Tobias**  
Direct +61 2 9286 8255  
robert.tobias@dlapiper.com

---

Please notify us if this communication has been sent to you by mistake. If it has been, any client legal privilege is not waived or lost and you are not entitled to use it in any way.

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interest of substantial holder**

To: Company Name/ Scheme ALTERNATIVE INVESTMENT TRUST  
 ACN/ARSN 112 129 218

**1. Details of substantial holder(1)**

Name Weiss Asset Management LP and on behalf of Brookdale International Partners, L.P. ("BIP"), Brookdale Global Opportunity Fund ("BGO"), BIP GP LLC, WAM GP LLC and Andrew Weiss ("Weiss Group")

ACN/ARSN (if applicable) Not applicable

There was a change in the interests of the substantial holder on August 09, 2011

The previous notice was given to the company on August 10, 2011

The previous notice was dated August 10, 2011

**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Units ("Units")	45,218,373	34.6 %	41,264,773	31.6 %

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, relevant interests of the substantial shareholder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Feb 04, 2011	Weiss Group	Acquisition of further Units	15,660.00	13,920 Units	13,920
Feb 04, 2011	Weiss Group	Acquisition of further Units	36,540.00	32,480 Units	32,480
Aug 09, 2011	Weiss Group	Disposal of further Units	435,737.20	640,790 Units	640,790
Aug 09, 2011	Weiss Group	Disposal of further Units	924,262.80	1,359,210 Units	1,359,210
Aug 10, 2011	Weiss Group	Disposal of further Units	408,000.00	600,000 Units	600,000
Aug 10, 2011	Weiss Group	Disposal of further Units	952,000.00	1,400,000 Units	1,400,000

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's Votes
Weiss Asset Management LP	National Nominees Limited	BIP in respect of 27,766,437 fully paid Units and BGO in respect of 13,090,303 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act as investment manager of BIP and BGO	40,856,740 Units	40,856,740
WAM GP LLC	National Nominees Limited	BIP in respect of 27,766,437 fully paid Units and BGO in respect of 13,090,303 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act as general partner of Weiss Asset Management LP.	40,856,740 Units	40,856,740
BIP GP LLC	National Nominees Limited	BIP in respect of 27,766,437 fully paid Units and BGO in respect of 13,090,303 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act as general partner of BIP and through the relevant interests held by its associate WAM GP LLC.	40,856,740 Units	40,856,740
Brookdale International Partners, L.P. ("BIP")	National Nominees Limited	BIP in respect of 27,766,437 fully paid Units and BGO in respect of 13,090,303 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act and through the relevant interests held by its associate BGO.	40,856,740 Units	40,856,740
Brookdale Global Opportunity Fund ("BGO")	National Nominees Limited	BIP in respect of 27,766,437 fully paid Units and BGO in respect of 13,090,303 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act and through the relevant interests held by its associate BIP.	40,856,740 Units	40,856,740
Andrew Weiss	National Nominees Limited	BIP in respect of 27,766,437 fully paid Units and BGO in respect of 13,090,303 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) and 608(3) of the Corporations Act through his control of WAM GP LLC and BIP GP LLC.	40,856,740 Units	40,856,740
Weiss Asset Management LP	HSBC Custody Nominees (Australia) Limited	BIP in respect of 285,623 fully paid Units and BGO in respect of 122,410 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act as investment manager of BIP and BGO	408,033 Units	408,033
WAM GP LLC	HSBC Custody Nominees (Australia) Limited	BIP in respect of 285,623 fully paid Units and BGO in respect of 122,410 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act as general partner of Weiss Asset Management LP.	408,033 Units	408,033
BIP GP LLC	HSBC Custody Nominees (Australia) Limited	BIP in respect of 285,623 fully paid Units and BGO in respect of 122,410 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act as general partner of BIP and through the relevant interests held by its associate WAM GP LLC.	408,033 Units	408,033
Brookdale International Partners, L.P. ("BIP")	HSBC Custody Nominees (Australia) Limited	BIP in respect of 285,623 fully paid Units and BGO in respect of 122,410 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act and through the relevant interests held by its associate BGO.	408,033 Units	408,033
Brookdale Global Opportunity Fund ("BGO")	HSBC Custody Nominees (Australia) Limited	BIP in respect of 285,623 fully paid Units and BGO in respect of 722,410 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) of the Corporations Act and through the relevant interests held by its associate BIP.	408,033 Units	408,033
Andrew Weiss	HSBC Custody Nominees (Australia) Limited	BIP in respect of 285,623 fully paid Units and BGO in respect of 122,410 fully paid Units	Relevant interest holder under sections 608(1)(b) and 608(1)(c) and 608(3) of the Corporations Act through his control of WAM GP LLC and BIP GP LLC.	408,033 Units	408,033

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with the substantial holder in relation to voting interests in the company or scheme are as follows:


Name and ACN (if applicable)	Nature of association
[Not applicable]	

**6. Addresses**

The addresses of the person named in this form are as follows:

Name	Address
Weiss Asset Management LP	222 Berkeley St., 16 <sup>th</sup> Floor, Boston, MA 02116, USA
Brookdale International Partners, L.P.	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor, Boston, MA 02116, USA
Brookdale Global Opportunity Fund	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor, Boston, MA 02116, USA
BIP GP LLC	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor, Boston, MA 02116, USA
WAM GP LLC	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor, Boston, MA 02116, USA
Andrew Weiss	c/o Weiss Asset Management LP, 222 Berkeley St., 16 <sup>th</sup> Floor, Boston, MA 02116, USA

**Signature**

print name Georgiy Nikitin capacity Chief Compliance Officer and person authorised to provide holding notifications.  
 sign here  date August 10, 2011

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
  - (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
  - (3) See the definition of "relevant interest" in section 608 and 671B(7) of the Corporations Act 2001.
  - (4) The voting shares of a company constitute one class unless divided into separate classes.
  - (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
  - (6) Include details of:
    - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
    - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its association in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
  - (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
  - (9) Give details, if appropriate, of the present association and any change in that associate since the last substantial holding notice.