

Appendix 4D

Multiplex SITES Trust

For the half-year ended 30 June 2017

Name of entity	Multiplex SITES Trust (MXU) ARSN 111 903 747
Details of reporting period	
Current reporting period	1 January 2017 to 30 June 2017
Prior corresponding period	1 January 2016 to 30 June 2016

Multiplex SITES Trust (Trust) was registered on 25 November 2004 and commenced operations upon listing for trading on the Australian Securities Exchange (ASX) on 20 January 2005.

This Appendix 4D should be read in conjunction with the Financial Report for the half-year ended 30 June 2017. It is also recommended that this Appendix 4D be considered together with any public announcements made by the Trust during the half-year ended 30 June 2017 in accordance with the continuous disclosure obligations arising under the *Corporations Act 2001*.

Results for announcement to the market	Half-year ended 30 June 2017 \$'000	Half-year ended 30 June 2016 \$'000
Total revenue and other income	12,645	13,905
Net profit before income tax	12,645	13,905
Net profit attributable to unitholders	12,645	13,905
Net tangible asset backing per unit (\$)	100	100
Earnings per unit (cents per unit)	281	309

Distributions

Multiplex SITES unitholders

Distributions to Multiplex SITES unitholders paid or declared by the Trust during the current period were as follows:

	\$'000
Quarterly distribution for the period from 1 January 2017 to 31 March 2017 of 5.70% per annum and paid on 19 April 2017	6,300
Quarterly distribution for the period from 1 April 2017 to 30 June 2017 of 5.695% per annum and paid on 17 July 2017	6,345
Total	12,645

On 3 July 2017, the Trust announced to the ASX that the distribution rate for the period from 1 July 2017 to 30 September 2017 is 5.61% per annum.

This preliminary final report is given to the ASX in accordance with Listing Rule 4.2A.

Commentary and analysis of the result for the current period can be found in the forthcoming Multiplex SITES Trust ASX release.

The Trust has a formally constituted Audit Committee and Board Risk & Compliance Committee of the Board of Directors of the Responsible Entity. The release of this report was approved by resolution of the Board of Directors of the Responsible Entity on 28th August 2017.

Multiplex SITES Trust
Financial Statements
for the half year ended
30 June 2017

Step-up
Income-distributing
Trust-issued
Exchangeable
Securities

Multiplex SITES Trust

ARSN 111 903 747

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Multiplex SITES Trust

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Directory

Multiplex SITES Trust

For the half year ended 30 June 2017

Responsible Entity

Brookfield Funds Management Limited
Level 22, 135 King Street
Sydney NSW 2000
Telephone: (02) 9322 2000
Facsimile: (02) 9322 2001

Directors of Brookfield Funds Management Limited

Mr F Allan McDonald
Ms Barbara K Ward
Mr Shane A Ross

Registered Office of Brookfield Funds Management Limited

Level 22, 135 King Street
Sydney NSW 2000
Telephone: (02) 9322 2000
Facsimile: (02) 9322 2001

Auditor

Deloitte Touche Tohmatsu
Grosvenor Place, 225 George Street
Sydney NSW 2000
Telephone: (02) 9322 7000
Facsimile: (02) 9322 7001

Directors' Report

Multiplex SITES Trust

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For the half year ended 30 June 2017

Introduction

The Directors of Brookfield Funds Management Limited (ABN: 15 105 371 917), the Responsible Entity of Multiplex SITES Trust (ARSN 111 903 747) (Trust) present their report together with the financial statements of the Trust for the half year ended 30 June 2017 and the Independent Auditor's Report thereon.

Responsible Entity

The Responsible Entity of the Trust is Brookfield Funds Management Limited (BFML). The registered office and principal place of business of the Responsible Entity is Level 22, 135 King Street, Sydney.

The Responsible Entity's immediate parent company is Brookfield Australia Investments Limited (BAIL). Both the Responsible Entity and BAIL are part of the Brookfield Australia Investments Group (the Group). The ultimate Australian parent of the Responsible Entity is Brookfield Holdings (Australia) Pty Ltd, with the ultimate parent being Brookfield Asset Management Inc. (BAM).

Directors

The following persons were Directors of the Responsible Entity at any time during or since the end of the half year:

Name	Capacity
Mr F Allan McDonald (appointed 22 October 2003)	Non-Executive Chairman
Ms Barbara K Ward (appointed 22 October 2003)	Non-Executive Director
Mr Shane A Ross (appointed 6 May 2015)	Executive Director

Principal activities

The Trust is a registered managed investment scheme domiciled in Australia and the Step-up Income-distributing Trust-issued Exchangeable Securities (Multiplex SITES) are listed on the Australian Securities Exchange.

The investment activities of the Trust continue to be in accordance with the policies outlined in the original Product Disclosure Statement for the Trust dated 29 November 2004. During the half year ended 30 June 2017 the Trust's sole activity was holding units in Multiplex Hybrid Investment Trust and the payment of distributions to unitholders.

The Trust did not have any employees during the year.

Review of operations

The Trust earned a net profit attributable to unitholders of \$12,645,000 for the half year ended 30 June 2017 (half year ended 30 June 2016: \$13,905,000). Total quarterly distributions paid or payable in respect of the half year ended 30 June 2016 were \$12,645,000 (half year ended 30 June 2016: \$13,905,000). The carrying value of the Trust's net assets at the end of the year ended half year ended 30 June 2017 was \$450,000,000 (half year ended 30 June 2016: \$450,000,000).

The Trust's only activity is an investment in units in Multiplex Hybrid Investment Trust.

Distributions

	Cents per unit	Total amount \$'000	Date of payment
Half year ended 30 June 2017			
Distributions for the period ended 31 March 2017	140.00	6,300	19 April 2017
Distributions for the period ended 30 June 2017	141.00	6,345	17 July 2017
Total distributions	281.00	12,645	
Half year ended 30 June 2016			
Distributions for the period ended 31 March 2016	155.00	6,975	15 April 2016
Distributions for the period ended 30 June 2016	154.00	6,930	15 July 2016
Total distributions	309.00	13,905	

On 3 July 2017, the Trust announced to the ASX that the distribution rate for the period from 1 July 2017 to 30 September 2017 is 5.61% per annum.

Directors' Report continued

Multiplex SITES Trust

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For the half year ended 30 June 2017

Events subsequent to the reporting date

Other than the above and to the knowledge of the Directors, there has been no matter or circumstance that has arisen since the end of the year that has significantly affected, or may affect, the Trust's operations in future financial periods, the results of those operations or the Trust's state of affairs in future financial periods.

Indemnification and insurance of officers and auditors

BAIL has entered into deeds of access and indemnity with each of its directors, company secretary and other nominated officers. The terms of the deeds are in accordance with the provisions of the *Corporations Act 2001* and will indemnify these executives (to the extent permitted by law) for up to seven years after serving as an officer against legal costs incurred in defending civil or criminal proceedings against the executives, except where proceedings result in unfavourable decisions against the executives, and in respect of reasonable legal costs incurred by the executives in good faith in obtaining legal advice in relation to any issue relating to the executives being an officer of the Group, including the Responsible Entity.

Under the deeds of access and indemnity, BAIL has agreed to indemnify these persons (to the extent permitted by law) against:

- liabilities incurred as a director or officer of the Responsible Entity, except for those liabilities incurred in relation to the matters set out in section 199A(2) of the *Corporations Act 2001*; and
- reasonable legal costs incurred in defending an action for a liability or alleged liability as a director or officer, except for costs incurred in relation to the matters set out in section 199A(3) of the *Corporations Act 2001*.

BAIL has also agreed to effect, maintain and pay the premium on a directors' and officers' liability insurance policy. This obligation is satisfied by BAIL being able to rely upon BAM's global directors' and officers' insurance policy, for which it pays a portion of the premium.

As is usual, this policy has certain exclusions and therefore does not insure against liabilities arising out of matters including but not limited to:

- fraudulent, dishonest or criminal acts or omissions and improper personal profit or advantage;
- violation of US Securities Act of 1933; and
- losses for which coverage under a different kind of insurance policy is readily available such as, for example, liability insurance, employment practices liability and pollution liability (there can be limited coverage for some of these exposures); and
- claims made by a major shareholder (threshold is ownership of 10% or greater).

The obligation to effect, maintain and pay the premium on a policy continues for a period of seven years after the director or officer has left office to the extent such coverage is available with reasonable terms in the commercial insurance marketplace.

Contract of insurance

The Group has paid or agreed to pay a portion of the premium in respect of a contract taken out by BAM insuring the directors and officers of BAM and its subsidiaries, which include the Responsible Entity, against a liability.

The Group has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Responsible Entity or of any related body corporate against a liability incurred as such an officer or auditor.

Rounding of amounts

The Trust is of a kind referred to in ASIC Corporations (Rounding in Financials/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with that Corporations Instrument amounts in the Directors' Report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

Directors' Report continued

Multiplex SITES Trust

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For the half year ended 30 June 2017

Lead auditor's independence declaration under Section 307C of the *Corporations Act 2001*

The lead auditor's independence declaration is set out on page 7 and forms part of the Directors' Report for the half year ended 30 June 2017.

Signed in accordance with a resolution of the Directors, made pursuant to section 306(3) of the *Corporations Act 2001*, on behalf of the Directors of Brookfield Funds Management Limited.

Dated at Sydney this 28th day of August 2017



Shane A Ross

Executive Director

Brookfield Funds Management Limited
as Responsible Entity for Multiplex SITES Trust

Deloitte Touche Tohmatsu
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The Board of Directors
Brookfield Funds Management Limited
(as Responsible Entity for Multiplex SITES
Trust)
Level 22, 135 King Street
Sydney, NSW 2000

28 August 2017

Dear Board Members

Multiplex SITES Trust

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Brookfield Funds Management Limited as responsible entity for Multiplex SITES Trust.

As lead audit partner for the review of the financial statements of Multiplex SITES Trust for the half-year ended 30 June 2017, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Yours sincerely

DELOITTE TOUCHE TOHMATSU.

DELOITTE TOUCHE TOHMATSU

A. COLEMAN.

Andrew J Coleman
Partner
Chartered Accountants

Statement of Profit or Loss and Other Comprehensive Income

Multiplex SITES Trust

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For the half year ended 30 June 2017

	Note	Half year ended 30 Jun 2017 \$'000	Half year ended 30 Jun 2016 \$'000
Share of net profit of associates accounted for using the equity method	6	12,645	13,905
Net profit for the period from continuing operations		12,645	13,905
Other comprehensive income for the period		-	-
Total comprehensive income for the period attributable to unitholders		12,645	13,905
Earnings per unit			
Basic and diluted earnings per ordinary unit (cents)	6	281.00	309.00

The Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Notes to the Financial Statements.

Statement of Financial Position

Multiplex SITES Trust

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As at 30 June 2017

	Note	30 Jun 2017 \$'000	31 Dec 2016 \$'000
Non-current assets			
Investments accounted for using the equity method	5	456,345	456,345
Total non-current assets		456,345	456,345
Total assets		456,345	456,345
Current liabilities			
Distributions payable	6	6,345	6,345
Total current liabilities		6,345	6,345
Total liabilities		6,345	6,345
Net assets		450,000	450,000
Equity			
Units on issue	7	450,000	450,000
Total equity		450,000	450,000

The Statement of Financial Position should be read in conjunction with the Notes to the Financial Statements.

Statement of Changes in Equity

Multiplex SITES Trust

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For the half year ended 30 June 2017

	Note	Units on issue \$'000	Accumulated profit/ (losses) \$'000	Total equity \$'000
Opening equity – 1 January 2017		450,000	-	450,000
Net profit		-	12,645	12,645
Other comprehensive income		-	-	-
Total comprehensive income		-	12,645	12,645
Distributions to unitholders	6	-	(12,645)	(12,645)
Total transactions with unitholders in their capacity as unitholders		-	(12,645)	(12,645)
Closing equity – 30 June 2017		450,000	-	450,000
Opening equity – 1 January 2016		450,000	-	450,000
Net profit		-	13,905	13,905
Other comprehensive income		-	-	-
Total comprehensive income		-	13,905	13,905
Distributions to unitholders	6	-	(13,905)	(13,905)
Total transactions with unitholders in their capacity as unitholders		-	(13,905)	(13,905)
Closing equity – 30 June 2016		450,000	-	450,000

The Statement of Changes in Equity should be read in conjunction with the Notes to the Financial Statements.

Statement of Cash Flows

Multiplex SITES Trust

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For the half year ended 30 June 2017

	Note	Half year ended 30 Jun 2017 \$'000	Half year ended 30 Jun 2016 \$'000
Cash flows from operating activities			
Net cash inflows from operating activities		-	-
Cash flows from investing activities			
Dividends and distributions received		12,645	13,860
Net cash inflows from investing activities		12,645	13,860
Cash flows from financing activities			
Distributions paid to Multiplex SITES holders		(12,645)	(13,860)
Net cash outflows from financing activities		(12,645)	(13,860)
Net increase in cash held		-	-
Cash at the beginning of the financial period		-	-
Cash at the end of the financial period		-	-

The Statement of Cash Flows should be read in conjunction with the Notes to the Financial Statements.

Notes to the Financial Statements

Multiplex SITES Trust

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For the half year ended 30 June 2017

1 Reporting entity

Multiplex SITES Trust (Trust) is a unit trust domiciled in Australia and is an Australian registered managed investment scheme under the *Corporations Act 2001*. Brookfield Funds Management Limited, the Responsible Entity of the Trust, is incorporated and domiciled in Australia. The units of the Trust have been listed on the Australian Securities Exchange (ASX) and are guaranteed on a subordinated and unsecured basis by Brookfield Australia Investments Limited and Brookfield Funds Management Limited (Guarantors). The Trust was registered on 25 November 2004.

The interim financial statements of the Trust for the half year ended 30 June 2017 were authorised for issue in accordance with a resolution of the Directors of the Responsible Entity on 28th August 2017.

2 Basis of preparation

a Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with the requirements of the *Corporations Act 2001* and Australian Accounting Standards. Accounting standards include Australian equivalents to International Financial Reporting Standards (IFRS). Compliance with Australian equivalents to IFRS ensures that the financial statements and notes of the Trust comply with IFRS.

The financial statements have been prepared on the basis of historical cost, except for the revaluation of certain non-current assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets.

The financial report is presented in Australian dollars. The Trust is of a kind referred to in ASIC Corporations (Rounding in Financials/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with that Corporations Instrument amounts in the directors' report and the financial statements are rounded off to the nearest thousand dollars or in certain cases, to the nearest dollar.

Due to the classification of distributions payable as current liabilities at 30 June 2017, the Trust is in a net current liability position of \$6,345,000. The Trust has non-current assets of \$456,345,000 and a net asset position of \$450,000,000. In accordance with AASB 101 *Presentation of Financial Statements*, an entity shall prepare financial statements on a going concern basis unless management either intends to liquidate the entity or to cease trading, or has no realistic alternative but to do so. The accounts of the Trust have been prepared on a going concern basis as the net current asset deficiency is due to the classification of distributions payable as current liabilities. There are agreements in place that ensure the receipt of distributions by the Trust occur at the same time as the payment of their distributions to unitholders, and hence the classification of the distributions payable as current do not impact the ability of the Trust to continue as a going concern.

b Estimates

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from those estimates.

3 Significant accounting policies

The accounting policies and methods of computation adopted in the preparation of the half year financial report are consistent with those adopted in the Trust's 2016 annual report for the financial year ended 31 December 2016.

a Investments in associates

An associate is an entity over which the Trust has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control over those policies.

The results and assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with AASB 5 *Non-current Assets Held for Sale and Discontinued Operations*. Under the equity method, an investment in an associate is initially recognised in the Statement of Financial Position at cost and adjusted thereafter to recognise the Trust's share of the profit or loss and other comprehensive income of the associate. When the Trust's share of losses of an associate exceeds the Trust's interest in that associate (which includes any long-term interests that, in substance, form part of the Trust's net investment in the associate), the Trust discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Trust has incurred legal or constructive obligations or made payments on behalf of the associate.

The Trust discontinues the use of the equity method from the date when the investment ceases to be an associate or when the investment is classified as held for sale. When the Trust retains an interest in the former associate and the retained interest is a financial asset, the Trust measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with AASB 139 *Financial Instruments: Recognition and Measurement*. The difference between the carrying amount of the associate at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associate is included in the determination of the gain or loss on disposal of the associate. In addition, the Trust accounts for all amounts previously recognised in other

Notes to the Financial Statements continued

Multiplex SITES Trust

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For the half year ended 30 June 2017

3 Significant accounting policies *continued*

comprehensive income in relation to that associate on the same basis as would be required if that associate had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Trust reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

b Distributions

A payable for distribution is recognised in the Statement of Financial Position if the distribution has been declared prior to balance date. Distributions paid are included in cash flows from financing activities and distributions received are included in cash flows from investing activities in the Statement of Cash Flows.

c Units on Issue

Issued and paid up units are recognised at face value, being the consideration of \$100 received by the Trust for each unit on issue.

4 Segment reporting

AASB 8 *Operating Segments* requires operating segments to be identified on the basis of internal reports about components of the Trust that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segments and to assess their performance. The Trust operates in a single segment, being an investment in Multiplex Hybrid Investment Trust in Australia. All items of the Statement of Profit or Loss and Other Comprehensive Income and Statement of Financial Position are derived from this single segment. The chief operating decision maker of the Trust, the Board of Directors of the Responsible Entity, reviews and assesses performance using information displayed as set out in these statements.

5 Investments accounted for using the equity method

	30 Jun 2017	31 Dec 2016
	\$'000	\$'000
Non-current		
Units in unlisted associates	456,345	456,345
Total	456,345	456,345

Relationship with Multiplex Hybrid Investment Trust

Multiplex SITES Trust has an investment (100% of the Class A units and 25% of the voting rights) in Multiplex Hybrid Investment Trust (MHIT) of \$450,000,000 (year ended 31 December 2016: \$450,000,000), and are entitled to quarterly distributions on this investment. Distributions paid or payable to Multiplex SITES Trust (the Class A unitholder) totalled \$12,645,000 for the half year ended 30 June 2017 (half year ended 30 June 2016: \$13,905,000). The activities of MHIT and its relationship with the Trust is strategic to the operations of the Trust. The registered office and principal place of business of MHIT is Level 22, 135 King Street, Sydney.

Details of material interests in associates are as follows:

		Voting interest	30 Jun 2017	31 Dec 2016
		%	\$'000	\$'000
Multiplex Hybrid Investment Trust	Investment	25	456,345	456,345

Notes to the Financial Statements continued

Multiplex SITES Trust

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For the half year ended 30 June 2017

6 Distributions

	Cents per unit	Total amount \$'000	Date of payment
Half year ended 30 June 2017			
Distributions for the period ended 31 March 2017	140.00	6,300	19 April 2017
Distributions for the period ended 30 June 2017	141.00	6,345	17 July 2017
Total distributions	281.00	12,645	
Half year ended 30 June 2016			
Distributions for the period ended 31 March 2016	155.00	6,975	15 April 2016
Distributions for the period ended 30 June 2016	154.00	6,930	15 July 2016
Total distributions	309.00	13,905	

Distributions are payable at the discretion of the Responsible Entity at the three month bank bill rate on the issue date plus a margin of 3.90%. The rate is determined on the first business day of each quarter.

7 Units on Issue

	30 Jun 2017 \$'000	30 Jun 2017 Units	31 Dec 2016 \$'000	31 Dec 2016 Units
Units on issue				
Amounts owing to Multiplex SITES holders	450,000	4,500,000	450,000	4,500,000

a Terms and conditions

Multiplex SITES is a fully paid unit issued by the Trust and is entitled to income that is derived by the Trust.

Multiplex SITES rank in priority to other units in the Trust, but behind creditors of the Trust.

The Responsible Entity, in its capacity as responsible entity of Brookfield Australia Property Trust and Brookfield Australia Investments Limited, guarantee the face value and unpaid distribution amount on redemption (being not more than the distribution payments for the four preceding but unpaid distributions). In addition, while the Responsible Entity of the Trust is a member of Brookfield Australia Investments Group, the Responsible Entity in its capacity as responsible entity of Brookfield Australia Property Trust and Brookfield Australia Investments Limited guarantee any distributions which have been declared payable by the Trust. As there is discretion not to pay particular distributions, the guarantee does not ensure that priority distribution payments will be paid in all circumstances.

Under the guarantee, Multiplex SITES rank in priority to units in Brookfield Australia Property Trust and shares in Brookfield Australia Investments Limited but are subordinated to senior creditors of Brookfield Australia Property Trust and Brookfield Australia Investments Limited.

Multiplex SITES have an unsecured and subordinated guarantee of the face value and unpaid distribution amount (not being more than the distribution payments for the four preceding but unpaid distributions).

b Assets pledged as security

The guarantee, which ranks in priority to units in Brookfield Australia Property Trust and shares in Brookfield Australia Investments Limited, is subordinated to senior creditors of Brookfield Australia Property Trust and Brookfield Australia Investments Limited and ranks equally with other creditors of Brookfield Australia Property Trust and Brookfield Australia Investments Limited who are not senior creditors.

c Holder redemption

Holders have the right to initiate redemption of Multiplex SITES, by issue of a holder realisation notice, in the following limited circumstances:

- where a priority distribution payment to Multiplex SITES Trust is not paid in full; or
- the occurrence of a winding-up event, with respect to either of the Guarantors, Multiplex SITES Trust (for as long as the responsible entity of Multiplex SITES Trust is a member of Brookfield Australia Investments Group) or Multiplex Hybrid Investment Trust (MHIT) (for as long as the trustee of MHIT is a member of Brookfield Australia Investments Group).

Notes to the Financial Statements continued

Multiplex SITES Trust

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For the half year ended 30 June 2017

7 Units on Issue *continued*

c Holder redemption *continued*

The request for redemption is effective and will be implemented if made by holders who cumulatively hold 5% or more of Multiplex SITES on issue.

Upon redemption, holders will receive the aggregate of \$100 plus the unpaid distribution amount, not being more than the distribution payments for the four preceding but unpaid distributions.

d Issuer redemption

Subject to approval of the Responsible Entity and Brookfield Australia Investments Limited, the Trust may initiate redemption of all or some of the Multiplex SITES for cash, by sending a realisation notice to holders, in the following circumstances:

- the step-up date or the last day of each distribution period after the step-up date;
- an increased costs event;
- an accounting event;
- where the responsible entity of the Trust is no longer a member of Brookfield Australia Investments Limited;
- a change of control event; or
- there are less than \$50 million of Multiplex SITES remaining on issue.

e Holder exchange

Holders have no right to request exchange.

f Issuer exchange

Brookfield Australia Investments Group was delisted on 20 December 2007. For so long as Brookfield Australia Investments Group is not listed, the Responsible Entity will not be entitled to exercise its option to exchange Multiplex SITES for Brookfield Australia Investments Group stapled securities.

8 Financial instruments

a Financial risk management

The Trust has responsibility for the establishment and monitoring of a risk management framework. This framework seeks to minimise the potential adverse impact of the above risks on the Trust's financial performance.

The Board regularly reviews procedures in respect of compliance with the maintenance of statutory, legal, ethical and environmental obligations through the Audit Committee and Risk and Compliance Committee. Management also reports to the Board through the Audit & Risk Committee as to the effectiveness of the Trust's management of its material business risks. As risks are primarily concerned with compliance rather than an operational nature, the existing risk management approach will continue to be enforced.

9 Reconciliation of cash flows from operating activities

	Half year ended 30 Jun 2017 \$'000	Year ended 31 Dec 2016 \$'000
Reconciliation of net (loss) to net cash (outflow)/inflow from operating activities		
Profit/(Losses) from ordinary activities after income tax	-	-
<i>Change in operating assets and liabilities:</i>		
Decrease/(Increase) in assets	-	(540)
(Decrease)/Increase in liabilities	-	540
Net cash inflow from operating activities	-	-

10 Related Parties

a Associates

Interests in associates are set out in note 5.

b Key management personnel

No compensation is paid by the Trust or the Responsible Entity to Directors or directly to any of the key management personnel of the Responsible Entity. Compensation is paid by entities within the Brookfield Australia Investments Group.

Notes to the Financial Statements continued

Multiplex SITES Trust

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For the half year ended 30 June 2017

10 Related Parties continued

b Key management personnel continued

The number of Multiplex SITES units held by key management personnel of the Responsible Entity, including their personally related entities, is set out below:

	Units held at 30 Jun 2017	Units held at 31 Dec 2016
Mr F Allan McDonald	1,335	1,335

c Transactions with related parties

Transactions between Multiplex SITES Trust and Multiplex Hybrid Investment Trust:

- An investment in Multiplex Hybrid Investment Trust of \$450,000,000 (year ended 31 December: \$450,000,000); and
- Distributions received/receivable of \$12,645,000 for the half year ended 30 June 2017 (half year ended 30 June 2016: \$13,905,000).

d Responsible Entity

The Responsible Entity of the Trust is Brookfield Funds Management Limited, whose immediate parent company is Brookfield Australia Investments Limited. The ultimate Australian parent of the Responsible Entity is Brookfield Holdings (Australia) Pty Ltd, with the ultimate parent being Brookfield Asset Management Inc.

11 Contingent liabilities and assets

No contingent liabilities or assets existed 30 June 2017 (30 June 2016: nil).

12 Capital and other commitments

No capital or other commitment existed at 30 June 2017 (30 June 2016: nil).

13 Events subsequent to the reporting date

Other than matters previously disclosed in this report and to the knowledge of the Directors, there has been no matter or circumstance that has arisen since the end of the year that has significantly affected, or may affect, the Trust's operations in future financial periods, the results of those operations or the Trust's state of affairs in future financial periods.

Directors' Declaration Multiplex SITES Trust

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For the half year ended 30 June 2017

The directors of the Responsible Entity of Multiplex SITES Trust (Brookfield Funds Management Limited) declare that:

- a in the directors' opinion, there are reasonable grounds to believe that the Trust will be able to pay its debts as and when they become due and payable; and
- b in the directors' opinion, the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001*, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the Trust.

Signed in accordance with a resolution of the directors of the Responsible Entity made pursuant to section 303(5) of the *Corporations Act 2001*.

Dated at Sydney this 28th day of August 2017



Shane A Ross
Executive Director
Brookfield Funds Management Limited
as Responsible Entity for Multiplex SITES Trust

Independent Auditor's Review Report to the members of Multiplex SITES Trust

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Multiplex SITES Trust, which comprises the statement of financial position as at 30 June 2017, and the statement of profit or loss and other comprehensive income, the statement of cash flows and the statement of changes in equity for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration as set out on pages 8 to 17.

Director's Responsibility for the Half-Year Financial Report

The directors of Brookfield Funds Management Limited as responsible entity for Multiplex SITES Trust, are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of Multiplex SITES Trust's financial position as at 30 June 2017 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Multiplex SITES Trust, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Auditor's Independence Declaration

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Multiplex SITES Trust, would be in the same terms if given to the directors as at the time of this auditor's review report.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Multiplex SITES Trust is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Multiplex SITES Trust's financial position as at 30 June 2017 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

DELOITTE TOUCHE TOHMATSU.

DELOITTE TOUCHE TOHMATSU

A. COLEMAN.

Andrew J Coleman
Partner
Chartered Accountants
Sydney, 28 August 2017

Brookfield Australia Property Trust and its controlled entities

Half-year financial report for the half-year ended 30 June 2017

Brookfield Australia Property Trust

ARSN 106 643 387

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Brookfield Australia Property Trust and its controlled entities

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Directory

Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

Responsible Entity

Brookfield Funds Management Limited
Level 22, 135 King Street
Sydney NSW 2000
Telephone: +61 (0) 2 9322 2000
Facsimile: +61 (0) 2 9322 2001

Directors of Brookfield Funds Management Limited

Mr F Allan McDonald
Ms Barbara K Ward
Mr Shane A Ross

Registered Office of Brookfield Funds Management Limited

Level 22, 135 King Street
Sydney NSW 2000
Telephone: +61 (0) 2 9322 2000
Facsimile: +61 (0) 2 9322 2001

Auditor

Deloitte Touche Tohmatsu
Grosvenor Place, 225 George Street
Sydney NSW 2000
Telephone: + 61 (0) 2 9322 7000
Facsimile: + 61 (0) 2 9322 7001

Directors' Report

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

Introduction

The Directors of Brookfield Funds Management Limited (BFML), the Responsible Entity of Brookfield Australia Property Trust (the Trust), present their report together with the financial report of the Consolidated Entity, being the Trust and its controlled entities, for the half-year ended 30 June 2017 and the Independent Auditor's Review Report thereon.

Brookfield Australia Investments Limited (the Company), the Trust and their controlled entities are collectively referred to as Brookfield Australia Investments Group (the Group) in this report.

Responsible Entity

The Responsible Entity of the Trust is Brookfield Funds Management Limited, which has been the Responsible Entity since the inception of the Trust.

The registered office and principal place of business of the Responsible Entity is Level 22, 135 King Street, Sydney, NSW 2000.

Directors

The following persons were Directors of the Responsible Entity at any time during or since the end of the half-year ended 30 June 2017:

Name	Capacity
Mr F Allan McDonald (Director since 22 October 2003)	Non-Executive Chairman
Ms Barbara K Ward (Director since 22 October 2003)	Non-Executive Director
Mr Shane A Ross (Director since 06 May 2015)	Executive Director

Principal activities

The principal activity of the Consolidated Entity during the course of the half-year ended 30 June 2017 was the investment in income producing retail and commercial properties. The Consolidated Entity principally operates in Australia and New Zealand.

There has been no significant change in the nature of the activities of the Consolidated Entity during the half-year ended 30 June 2017.

Group structure

Ordinary shares in the Company and ordinary units in the Trust are stapled together so that neither can be dealt without the other. A transfer, issue or reorganisation of an ordinary share or an ordinary unit in one of the component parts is accompanied by a transfer, issue or reorganisation of an ordinary share or ordinary unit in the other component part.

Distributions

For the half-year ended 30 June 2017, a distribution of \$85.8 million was declared to unitholders of the Trust (half-year ended 30 June 2016: \$168.2 million).

Contributed equity

During the half-year ended 30 June 2017, the Trust returned \$124.7 million of capital on a pro rata basis to unitholders (half-year ended 30 June 2016: \$NIL million) and issued 28,855,104 of new units at \$2.23 per unit for \$64.3 million (half-year ended 30 June 2016: \$NIL million). Therefore, the units on issue at reporting date has increased to 866,257,289 (31 December 2016: 837,402,185).

Review of operations and results

Operating results for the financial period

The Consolidated Entity reported a net profit attributable to equityholders of \$206.0 million for the half-year ended 30 June 2017 (half-year ended 30 June 2016: \$182.6 million).

On 24th of February 2017, IFF and 450 SF/235 St Georges facilities were refinanced with a \$475.3 million term facility and a new \$100.0 million revolving debt facility. The term facility was fully drawn at settlement, currently \$53.8 million has been drawn on the revolving debt facility as at 30 June 2017. On the same day, Jessie Street was refinanced as a single asset facility and debt principal increased from \$130.0 million to \$180.0 million.

In June 2017, a 100% owned subsidiary of the Trust acquired 19.5% NCI interest in Brookfield Prime Property Fund ("BPPF") for the consideration of \$84.4 million. The acquisition was funded by an \$85.0 million drawdown on the PFF revolver facility and the drawn amount was allocated to Southern Cross West Tower (\$55.3 million) and 52 Goulburn (\$29.7 million). As a result, the Trust's ownership of BPPF increased from 75.0% to 94.5%.

Directors' Report continued

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

Going concern

The financial statements have been prepared on a going concern basis, notwithstanding the net current asset deficiency of the Consolidated Entity at the reporting date. The ability of the Consolidated Entity to continue as a going concern is dependent upon the continuing financial support of various related parties. The Directors have received a letter of loan subordination from Brookfield Australia Investments Limited confirming their intentions to not require repayment of loans owed by the Consolidated Entity of \$373.4 million to enable the Consolidated Entity to continue as a going concern and meet its financial obligations as and when they fall due, for at least 12 months from the date of signing of the Consolidated Entity's financial statements for the half-year ended 30 June 2017.

Events subsequent to the reporting date

Other than as disclosed in this report and to the knowledge of the Directors, there has been no matter or circumstance that has arisen since the end of the half-year that has significantly affected, or may affect, the Consolidated Entity's operations in future financial periods, the results of those operations or the Consolidated Entity's state of affairs in future financial periods.

Likely developments and expected results of operations

It is envisaged that the Consolidated Entity will continue to operate in its current form.

Environmental regulation

The Trust has systems in place to manage its environmental obligations.

Register of unitholders

The register of unitholders has, during the half-year ended 30 June 2017, been properly drawn up and maintained so as to give a true account of the unitholders of the Trust.

Rounding of amounts

The Trust is of a kind referred to in ASIC Corporations (Rounding in Financials/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with that Corporations Instrument amounts in the directors' report and the financial statements are rounded off to the nearest hundred thousand dollars, unless otherwise indicated.

Auditor's independence declaration under Section 307C of the *Corporations Act 2001*

The lead auditor's independence declaration is set out on page 6 and forms part of the Directors' Report for the half-year ended 30 June 2017.

Signed in accordance with a resolution of the Directors of Brookfield Funds Management Limited made pursuant to section 306(3) of the *Corporations Act 2001*.

Dated at Sydney this 28th day of August 2017.



Shane A Ross
Executive Director
Brookfield Funds Management Limited

Deloitte Touche Tohmatsu
A.B.N. 74 490 121 060

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225 George Street
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28 August 2017

The Board of Directors
Brookfield Funds Management Limited
(as Responsible Entity for
Brookfield Australia Property Trust)
Level 22, 135 King Street
SYDNEY, NSW 2000
Australia

Dear Directors

Brookfield Australia Property Trust

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Brookfield Funds Management Limited as responsible entity for Brookfield Australia Property Trust.

As lead audit partner for the review of the financial statements of Brookfield Australia Property Trust for the half-year ended 30 June 2017, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Yours faithfully


DELOITTE TOUCHE TOHMATSU



Glen Mitchell
Partner
Chartered Accountants

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

	Note	Consolidated	
		Half-year ended 30-Jun-17 \$m	Half-year ended 30-Jun-16 \$m
Continuing operations			
Revenue		35.4	47.6
Cost of operations		(8.0)	(11.5)
Gross profit		27.4	36.1
Property finance income	4	172.6	161.2
Other income		21.0	22.3
Net (loss)/gain on revaluation of investment property and derivatives		20.3	7.7
Net foreign exchange gain/(loss)		-	(0.4)
Finance costs		(32.3)	(39.5)
Other expenses		(3.0)	(4.8)
Profit before income tax		206.0	182.6
Income tax expense		-	-
Net profit for the financial year from continuing		206.0	182.6
Profit attributable to:			
Unitholders of Brookfield Australia Property Trust		193.2	168.7
Non-controlling interests		12.8	13.9
Net profit for the financial period		206.0	182.6
Other comprehensive income, net of income tax			
Net fair value gain on hedging instruments entered into for cash flow hedges		0.3	2.9
Other comprehensive income for the financial period, net of income tax		0.3	2.9
Total comprehensive income, net of income tax for the financial period		206.3	185.5
Total comprehensive income attributable to:			
Unitholders of Brookfield Australia Property Trust		193.5	171.6
Non-controlling interests		12.8	13.9
Total comprehensive income, net of income tax for the financial period		206.3	185.5

The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Notes to the Condensed Consolidated Financial Statements.

Condensed Consolidated Statement of Financial Position 8

Brookfield Australia Property Trust and its controlled entities

As at 30 June 2017

	Note	Consolidated 30-Jun-17 \$m	31-Dec-16 \$m
Current assets			
Cash and bank balances		20.5	15.3
Trade and other receivables	5	1,033.7	1,320.4
Derivative financial instruments		-	0.9
Interest bearing receivables	6	-	137.4
Other assets		1.7	0.7
Total current assets		1,055.9	1,474.7
Non-current assets			
Interest bearing receivables	6	1,057.4	736.6
Derivative financial instruments		0.8	2.0
Other financial assets	4,13	2,378.5	2,328.1
Investment property	7,13	899.1	871.9
Total non-current assets		4,335.8	3,938.6
Total assets		5,391.7	5,413.3
Current liabilities			
Trade and other payables		25.4	17.6
Derivative financial instruments		-	0.9
Interest bearing loans and borrowings	8	-	559.4
Non-interest bearing loans and borrowings	9	1,387.6	1,695.8
Provisions		5.7	3.4
Total current liabilities		1,418.7	2,277.1
Non-current liabilities			
Trade and other payables		3.5	3.8
Derivative financial instruments		-	0.3
Interest bearing loans and borrowings	8	1,617.2	827.1
Total non-current liabilities		1,620.7	831.2
Total liabilities		3,039.4	3,108.3
Net assets		2,352.3	2,305.0
Equity			
Contributed equity	10	1,047.1	1,107.5
Reserves		-	(0.3)
Undistributed income		864.7	757.3
Total parent interests		1,911.8	1,864.5
Non-controlling interest		440.5	440.5
Total equity		2,352.3	2,305.0

The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Notes to the Condensed Consolidated Financial Statements.

Condensed Consolidated Statement of Changes in Unitholder Interests

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

	Attributable to Equityholders of the Parent			Total	Non-controlling interest	Total equity
	Contributed Equity	Undistributed Income	Cash flow Hedge Reserve			
	(Note 10)					
	\$m	\$m	\$m	\$m	\$m	\$m
As at 1 January 2017	1,107.5	757.3	(0.3)	1,864.5	440.5	2,305.0
Other Comprehensive income for the financial year	-	-	0.3	0.3	-	0.3
Profit for the financial period	-	193.2	-	193.2	12.8	206.0
Total comprehensive income	-	193.2	0.3	193.5	12.8	206.3
Transactions with equityholders in their capacity as equityholders:						
Redemption of share capital	(124.7)	-	-	(124.7)		(124.7)
Issuance of share capital	64.3	-	-	64.3		64.3
Dividends/distributions	-	(85.8)	-	(85.8)	(12.8)	(98.6)
Total transactions with equityholders in their capacity as equityholders	(60.4)	(85.8)	-	(146.2)	(12.8)	(159.0)
As at 30 June 2017	1,047.1	864.7	-	1,911.8	440.5	2,352.3
As at 1 January 2016	1,107.5	701.9	(2.1)	1,807.3	440.5	2,247.8
Other Comprehensive income for the year	-	-	2.9	2.9	-	2.9
Profit for the financial period	-	168.7	-	168.7	13.9	182.6
Total comprehensive income	-	168.7	2.9	171.6	13.9	185.5
Transactions with equityholders in their capacity as equityholders:						
Dividends/distributions	-	(168.2)	-	(168.2)	(13.9)	(182.1)
Total transactions with equityholders in their capacity as equityholders	-	(168.2)	-	(168.2)	(13.9)	(182.1)
As at 30 June 2016	1,107.5	702.4	0.8	1,810.7	440.5	2,251.2

The Condensed Consolidated Statement of Changes in Unitholder Interests should be read in conjunction with the Notes to the Condensed Consolidated Financial Statements.

Condensed Consolidated Statement of Cash Flows

Brookfield Australia Property Trust and its controlled entities

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For the half-year ended 30 June 2017

	Consolidated	
	Half-year ended 30-Jun-17 \$m	Half-year ended 30-Jun-16 \$m
Cash flows from operating activities		
Receipts from customers	43.2	42.2
Payments to suppliers and employees	(7.6)	(10.8)
Property finance income	66.1	82.4
Interest received	0.2	-
Finance costs paid	(32.4)	(31.7)
Net cash inflow from operating activities	69.5	82.1
Cash flows from investing activities		
Payments for investment properties	(11.2)	(21.0)
Net proceeds from sale of investments	-	372.1
Payment for acquisition of Property Financial Assets	(84.4)	-
Other	1.6	3.6
Net cash inflow from investing activities	(94.0)	354.7
Cash flows from financing activities		
Net drawdown/(repayment) of borrowings	230.1	(49.1)
Net repayment to related parties	(41.4)	(202.4)
Issuance of capital	64.3	-
Return of Capital	(124.7)	-
Distributions declared to unitholders	(85.8)	(168.2)
Payments to other minority equityholders	(12.8)	(13.9)
Net cash outflow from financing activities	29.7	(433.6)
Net increase/(decrease) in cash and cash equivalents held	5.2	3.2
Cash and cash equivalents at the beginning of the financial period	15.3	12.7
Cash and cash equivalents at the end of the financial period	20.5	15.9

The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Notes to the Condensed Consolidated Financial Statements.

Notes to the Condensed Consolidated Financial Statements

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

1 Reporting entity

Brookfield Australia Property Trust, (the Trust) is an Australian registered managed investment scheme under the *Corporations Act 2001*. Brookfield Funds Management Limited, the Responsible Entity of the Trust, is incorporated and domiciled in Australia.

Brookfield Australia Investments Limited (the Company), the Trust and their controlled entities are collectively referred to as Brookfield Australia Investments Group (the Group) in this report.

Brookfield Australia Pty Ltd (BAPL) is the immediate parent of the Group. BHCA1 Pty Ltd (BHCA1) is the ultimate Australian parent of the Group. Brookfield Asset Management Inc. (BAM) is the ultimate parent of the Group and is domiciled in Canada.

A Group stapled security consists of one ordinary unit in the Trust and one ordinary share in the Company. The stapled securities cannot be traded or dealt with separately. A transfer, issue or reorganisation of an ordinary unit or an ordinary share in one of the component parts is accompanied by a transfer, issue or reorganisation of an ordinary unit or ordinary share in the other component part.

This half-year financial report comprises the results and operations of the Trust and its controlled entities (the Consolidated Entity) for the half-year ended 30 June 2017.

2 Basis of preparation

Statement of compliance

The condensed consolidated financial statements are general purpose financial statements prepared in accordance with the *Corporations Act 2001* and AASB 134 *Interim Financial Reporting* (AASB 134). Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 *Interim Financial Reporting*. For the purposes of preparing the financial statements, the Consolidated Entity is a for-profit entity.

The financial statements do not include notes of the type normally included in an annual financial report and should be read in conjunction with the most recent annual financial report.

Unless otherwise stated, the principal accounting policies adopted in the preparation of the financial statements are consistent with those applied to all periods presented.

The financial statements were authorised for issue in accordance with a resolution of the Directors on 28th August 2017.

Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities that are stated at fair value: derivative financial instruments, financial instruments classified as property financial assets and investment property. Any non-current assets which are held for sale are stated at the lower of carrying amount and fair value less costs to sell, except investment property.

The financial report is presented in Australian dollars.

The Trust is of a kind referred to in ASIC Corporations (Rounding in Financials/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with that Corporations Instrument amounts in the financial statements are rounded off to the nearest hundred thousand dollars, unless otherwise indicated.

Going concern

The financial statements have been prepared on a going concern basis, notwithstanding the net current asset deficiency of the Consolidated Entity at the reporting date. The ability of the Consolidated Entity to continue as a going concern is dependent upon the continuing financial support of various related parties. The Directors have received a letter of loan subordination from Brookfield Australia Investments Limited confirming their intentions to not require repayment of loans owed by the Consolidated Entity of \$373.4 million to enable the Consolidated Entity to continue as a going concern and meet its financial obligations as and when they fall due, for at least 12 months from the date of signing of the Consolidated Entity's financial statements for the half-year ended 30 June 2017.

Changes in accounting policy

There are no new and revised accounting standards which became effective for the first time commencing on 1 January 2017.

Notes to the Condensed Consolidated Financial Statements continued

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

2 Basis of preparation continued

Use of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements is provided in Note 4 Other financial assets and Note 7 Investment property.

Comparatives

Where deemed necessary, the comparatives have been reclassified to achieve consistency with the half-year ended 30 June 2017.

New standards and interpretations not yet adopted

In the half-year ended 30 June 2017, the Consolidated Entity has adopted all of the new and revised standards and interpretations issued by the Australian Accounting Standards Board that are relevant to its operations and effective for the current annual reporting period. The adoption of these new accounting standards did not have any material impact on the disclosures or the amounts recognised in the financial statements.

The following standards, amendments to standards and interpretations have been identified as those which may impact the entity in the period of initial application. They are available for early adoption at 30 June 2017 but have not been applied when preparing these financial statements:

- AASB 9 Financial Instruments and the relevant amending standards: effective 1 January 2018;
- AASB 15 Revenue from Contracts with Customers: effective 1 January 2018;
- AASB 2014-5 Amendments to Australian Accounting Standards arising from AASB 15: effective 1 January 2018;
- AASB 2015-8 Amendments to Australian Accounting Standards – Effective date of AASB 15: effective 1 January 2018;
- AASB 16 Leases: effective 1 January 2019;
- AASB 2014-10 Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture: effective 1 January 2018;
- AASB 2015-10 Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128: effective 1 January 2018;
- AASB 2016-2 Amendments to Australian Accounting Standards – Disclosure Initiative: Amendments to AASB 107: effective 1 January 2017.

The potential effect of the above standards/interpretations on the Trust's financial statements is being assessed by management. The Trust does not intend to adopt any of these pronouncements before their effective dates.

3 Distributions

For the half-year ended 30 June 2017, a distribution of \$85.8 million was declared to unitholders of the Trust (half-year ended 30 June 2016: \$168.2 million).

Notes to the Condensed Consolidated Financial Statements continued

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

4 Other financial assets

	30-Jun-17 \$m	31-Dec-16 \$m
Property financial assets^{1,2}		
Non-current		
Brookfield Prime Property Fund ^{2,3}	417.4	325.2
KPMG Tower	224.8	221.5
Darling Park ²	471.9	463.8
Southern Cross East Tower	468.0	457.5
BAO Trust	3.1	3.9
Multiplex European Property Fund	2.0	3.9
Multiplex New Zealand Property Fund	2.2	2.1
240 Queen Street ²	88.0	86.0
52 Goulburn St ^{2,3}	60.6	82.9
235 St Georges Terrace ²	19.8	19.3
Southern Cross West Tower ^{2,3}	95.7	147.0
Brookfield Place Perth ²	525.0	515.0
Total non-current financial assets	2,378.5	2,328.1

¹ Properties from which property finance income is determined.

² During the half-year, nine of the underlying properties were externally valued, including three properties from Brookfield Prime Property Fund ("BPPF").

³ In June 2017, a 100% owned subsidiary of the Trust acquired 19.5% NCI interest in BPPF for the consideration of \$84.4 million. The acquisition was funded by an \$85.0 million drawdown on the PFF revolver facility and the drawn amount was allocated to Southern Cross West Tower (\$55.3 million) and 52 Goulburn (\$29.7 million). As a result, the Trust's ownership of BPPF increased from 75.0% to 94.5%.

	30-Jun-17 \$m	30-Jun-16 \$m
Property financial income		
Realised property finance income	66.1	82.5
Fair value gain on property financial asset	106.5	78.8
Total property finance income	172.6	161.2

Notes to the Condensed Consolidated Financial Statements continued

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

5 Trade and other receivables

	30-Jun-17 \$m	31-Dec-16 \$m
Current		
Trade receivables ¹	1.7	5.6
<i>Less: Allowance for doubtful debts</i>	-	(0.4)
	1.7	5.2
Amounts due from related parties ²	1,032.0	1,315.2
Total current trade and other receivables	1,033.7	1,320.4

¹ Trade receivables are non-interest bearing and generally on 30 day terms. An allowance for impairment is made when there is objective evidence that a trade receivable is impaired.

² Amounts classified as current receivables relating to amounts due from related parties are unsecured and are repayable when called.

6 Interest bearing receivables

	30-Jun-17 \$m	31-Dec-16 \$m
Current		
Interest bearing receivables from related parties	-	137.4
Total current interest bearing receivables from related parties	-	137.4
Non-current		
Interest bearing receivables from related parties	1,057.4	736.6
Total non-current interest bearing receivables from related parties	1,057.4	736.6
Total interest bearing receivables from related parties	1,057.4	874.0

7 Investment property

	30-Jun-17 \$m	31-Dec-16 \$m
Reconciliation of the carrying amount of investment properties is set out below:		
Carrying amount at beginning of the financial year	871.9	1,001.1
Capital expenditure	8.4	28.2
Related party transfer	-	(31.7)
Disposals	-	(146.5)
Net (loss)/gain from fair value adjustments to investment properties	21.5	23.6
Change due to impact of straight-lining of rental income and other	(2.7)	(2.8)
Carrying amount at the end of the financial year	899.1	871.9

Notes to the Condensed Consolidated Financial Statements continued

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

7 Investment property continued

Property valuations

An external valuation company, having an appropriately recognised professional qualification and recent experience in the location and category of the property being valued, values the portfolio whenever it is believed that the fair value of an investment property differs significantly from its carrying value, based on a material change to the assumptions and market conditions underlying the valuation. In the current financial period, these external valuations were performed by Savills and CBRE. External values are based on market values, being the estimated amount for which an investment property could be exchanged on the date of valuation between a willing buyer and a willing seller, in an arm's length transaction after appropriate marketing wherein the parties have each acted knowledgeably, prudently and without compulsion. During the current financial period, three properties were externally valued.

All other investment properties were valued using internal valuations. Valuations reflect, where appropriate, the type of tenants, future rent reviews and market conditions. A change in any of these factors could have a significant impact on the value of the Consolidated Entity's investment properties. Internal valuations have been undertaken using a discounted cash flow approach and a capitalisation method. The key assumptions adopted under these methods include assessment of the capitalisation rate, discount rate, terminal yield, current passing/market rent and forecast net annual cash flows receivable from properties. The terminal capitalisation rates utilised in the 30 June 2017 valuations ranged from 5.75% to 7.25% (2016: 6.00% to 8.00%).

Any gain or loss from a change in fair value is recognised in the Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income. All property acquisition costs in respect of properties acquired are capitalised into the value of the investment property at the time of purchase to reflect the total acquisition cost in the Condensed Consolidated Statement of Financial Position. Additions and other expenditure on investment property which is capital in nature is capitalised as incurred. Where independent valuations are undertaken prior to the reporting date, the assumptions on which the valuation is based are reviewed in light of the prevailing market conditions at the reporting date to ensure that any material change is reflected in the valuation.

8 Interest bearing loans and borrowings

	30-Jun-17 \$m	31-Dec-16 \$m
Carrying amounts		
Current interest bearing loans and borrowings	-	559.6
<i>Less: deferred borrowing costs</i>	-	(0.2)
	-	559.4
Non-current interest bearing loans and borrowings	1,621.9	827.8
<i>Less: deferred borrowing costs</i>	(4.7)	(0.7)
	1,617.2	827.1
Total interest bearing loans and borrowings	1,617.2	1,386.5

Summary of borrowing arrangements

All debt facilities are bilateral and are secured by relevant mortgages and charges directly relating to specific investment properties. The Consolidated Entity has bank loans denominated in Australian dollars. Interest on bank loans is charged at the prevailing market rate. There were no overdraft facilities in place at 30 June 2017 (2016: \$NIL).

At 30 June 2017, the Consolidated Entity is in compliance with all of its debt covenants.

Notes to the Condensed Consolidated Financial Statements continued

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

8 Interest bearing loans and borrowings continued

	30-Jun-17 \$m	31-Dec-16 \$m
Total financing facilities available		
Property facilities	1,437.7	1,244.0
Corporate facilities - related party	232.1	232.1
Total facilities available	1,669.8	1,476.1
Facilities utilised at reporting date		
Property facilities	1,389.8	1,155.3
Corporate facilities - related party	232.1	232.1
Total facilities utilised at end of the financial year	1,621.9	1,387.4
Facilities not utilised at reporting date		
Property facilities	47.9	88.7
Total facilities not utilised at end of the financial year	47.9	88.7

9 Non-interest bearing loans and borrowings

	30-Jun-17 \$m	31-Dec-16 \$m
Current		
Unsecured		
Amounts due to related parties	1,387.6	1,695.8
Total current non-interest bearing loans and borrowings	1,387.6	1,695.8

10 Contributed equity

	30-Jun-17 \$m	31-Dec-16 \$m
Issued and fully paid up units		
Units issued	1,047.1	1,107.5

During the half-year ended 30 June 2017, the Trust returned \$124.7 million of capital on a pro rata basis to unitholders (half-year ended 30 June 2016: \$NIL million) and issued 28,855,104 of new units valued at \$64.3 million in total (half-year ended 30 June 2016: \$NIL million). Therefore, the units on issue at reporting date has increased to 866,257,289 (31 December 2016: 837,402,185).

Terms and conditions of units in the Trust

Ordinary units in the Trust are stapled with ordinary shares in the Company. Ordinary units in the Trust entitles holders to participate in distributions as declared and, in the event of the Trust winding up, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on units held. Each unit entitles the holder to one vote either in person or by proxy, at a meeting of the Trust.

11 Related parties

Related party loans and receivables that are not intended to be called within 12 months have been classified as non-current.

12 Property financial assets

On 27 September 2010, Brookfield Holdings (Australia) Limited (BHAL) entered into a total return swap and option with Brookfield Office Properties Pty Ltd (BPO), a subsidiary of BAM, over the shares of several of the legal subsidiaries of the Consolidated Entity whereby BPO obtained the economic rights and obligations of those entities at a strike price which was calculated on the fair value of the net assets at that date.

On 15 April 2013, BHAL entered into a total return swap and option with Brookfield Property Partners (Australia) Pty Ltd (BPY), a subsidiary of BAM, over the shares of several of the legal subsidiaries of the Consolidated Entity whereby BPY obtained the economic rights and obligations of those entities at a strike price which was calculated on the fair value of the net assets at that date.

As a result, financial assets have been recorded in the Consolidated Entity and classified as property financial assets.

Notes to the Condensed Consolidated Financial Statements continued

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

12 Property financial assets continued

Property financial assets are designated at fair value through profit and loss. The fair value of property financial assets are determined with reference to the fair value and financing structures of, as well as the funds from operations generated from, the underlying investment properties that are subject to the total return swap and option. Refer to Note 4 for further information.

13 Financial instruments and fair value disclosures

Valuation techniques and assumptions applied for the purposes of measuring fair value

The fair values of all financial assets and financial liabilities are determined as follows:

- the fair values of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices (includes listed investments); and
- the fair values of derivative instruments are calculated using quoted prices. Where such prices are not available, a discounted cash flow analysis is performed using the applicable yield curve for the duration of the instruments for non-optional derivatives, and option pricing models for optional derivatives.

The carrying value of property financial assets, investment property, derivative instruments and interest bearing loans & borrowings approximates their fair value.

Property financial assets are financial assets recognised at fair value through profit and loss. The fair value of the property financial assets is determined with reference to the fair value of, and the funds from operations generated from, the underlying investment properties, less any external debt related to that property. External debt is held at amortised cost and is refinanced at regular intervals at market rates. The carrying value of the external debt is equivalent to its fair value. The underlying properties are valued in accordance with the methodology described in the investment property note as per Note 7. Management performs a discounted cash flow calculation on each investment property to determine its fair value each quarter, and the unobservable inputs deemed to be significant in these calculations are the discount rates and terminal capitalisation rates used in determining the fair value of the underlying properties. The discount rates and terminal capitalisation rates utilised in the 30 June 2017 valuations of the underlying properties of the property financial assets ranged from 6.50% to 8.00% and 5.35% to 7.00% respectively (2016: 6.50% to 8.75% and 5.35% to 7.50% respectively).

A property financial asset sensitivity assessment has been performed by considering the movement in the fair value of the underlying properties if the discount rate and terminal capitalisation rate were to increase or decrease by 25bps. A 25bps increase in the discount rate is estimated to cause a 0.68% decrease in the property financial asset value, while a 25bps decrease in the discount rate is estimated to cause a 0.67% increase in the property financial asset value. A 25bps increase in the terminal capitalisation rate is estimated to cause a 4.69% decrease in the property financial asset value, while a 25bps decrease in the terminal capitalisation rate is estimated to cause a 6.57% increase in the property financial asset value.

For valuation methodology of investment property, refer to Note 7. The discount rates and terminal capitalisation rates utilised in the 30 June 2017 valuations of investment properties ranged from 7.25% to 8.00% and 5.75% to 7.25% respectively (2016: 7.50% to 9.25% and 6.00% to 7.25% respectively).

An investment property sensitivity assessment has been performed by considering the movement in the fair value of the underlying properties if the discount rate and terminal capitalisation rate were to increase or decrease by 25bps. A 25bps increase in the discount rate is estimated to cause a 0.42% decrease in the investment property value, while a 25bps decrease in the discount rate is estimated to cause a 0.32% increase in the investment property value. A 25bps increase in the terminal capitalisation rate is estimated to cause a 2.60% decrease in the investment property value, while a 25bps decrease in the terminal capitalisation rate is estimated to cause a 4.49% increase in the investment property value.

The finance department of the Trust includes a team that perform the fair value assessment of investment properties required for financial reporting purposes. This team reports to the chief financial officer (CFO), the valuation committee and the Directors. Discussions of valuation processes and results are held between the CFO and the valuation committee at least once every six months, in line with the Trust's half-yearly reporting dates.

Notes to the Condensed Consolidated Financial Statements continued

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

13 Financial instruments and fair value disclosures continued

Valuation techniques and assumptions applied for the purposes of measuring fair value continued

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into levels 1 to 3 based on the degree to which the fair value inputs are observable.

- level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities;
- level 2 fair value measurements are those derived from inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	Level 1 \$m	Level 2 \$m	Level 3 \$m	Total \$m
Consolidated - 30 June 2017				
Financial and non - financial assets				
Derivative instruments – interest rate swaps	-	0.8	-	0.8
Investments				
- Property financial assets	-	-	2,378.5	2,378.5
- Investment property	-	-	899.1	899.1
Total financial and non - financial assets	-	0.8	3,277.6	3,278.4
Financial liabilities				
Derivative instruments – interest rate swaps	-	-	-	-
Total financial liabilities	-	-	-	-
Total net financial and non - financial assets/(liabilities)	-	0.8	3,277.6	3,278.4
Consolidated – 31 December 2016				
Financial and non - financial assets				
Derivative instruments – interest rate swaps	-	2.9	-	2.9
Investments				
- Property financial assets	-	-	2,328.1	2,328.1
- Investment property	-	-	871.9	871.9
Total financial and non - financial assets	-	2.9	3,200.0	3,202.9
Financial liabilities				
Derivative instruments – interest rate swaps	-	(1.2)	-	(1.2)
Total financial liabilities	-	(1.2)	-	(1.2)
Total net financial and non - financial assets/(liabilities)	-	1.7	3,200.0	3,201.7

Notes to the Condensed Consolidated Financial Statements continued

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

13 Financial instruments and fair value disclosures continued

Valuation techniques and assumptions applied for the purposes of measuring fair value continued

Reconciliation of level 3 fair value measurements:

	Property financial assets \$m	Investment property \$m	Total \$m
Consolidated - 30 June 2017			
Opening balance	2,328.1	871.9	3,200.0
Capital expenditure	-	8.4	8.4
Acquisitions / transfer	84.4	-	84.4
Change due to impact of straight-lining of rental income and other	-	(2.7)	(2.7)
Fair value gain/ or (loss)	106.5	21.5	128.0
Capital return	(1.7)	-	(1.7)
Debt drawdown	(138.8)	-	(138.8)
Closing balance	2,378.5	899.1	3,277.6

	Property financial assets \$m	Investment property \$m	Total \$m
Consolidated - 31 December 2016			
Opening balance	2,698.9	1,001.1	3,700.0
Capital expenditure	-	28.2	28.2
Dispositions	(701.1)	(146.5)	(847.6)
Acquisitions / transfer	138.9	(31.7)	107.2
Change due to impact of straight-lining of rental income and other	-	(2.8)	(2.8)
Fair value gain/(loss)	207.4	23.6	231.0
Capital return	(18.9)	-	(18.9)
Debt repayment	2.9	-	2.9
Closing balance	2,328.1	871.9	3,200.0

14 Events occurring after the reporting date

Other than as disclosed in this report and to the knowledge of the Directors, there has been no matter or circumstance that has arisen since the end of the half-year that has significantly affected, or may affect, the Consolidated Entity's operations in future financial periods, the results of those operations or the Consolidated Entity's state of affairs in future financial periods.

Directors' Declaration

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Brookfield Australia Property Trust and its controlled entities

For the half-year ended 30 June 2017

The Directors of the Responsible Entity declare that:

- a. in the Directors' opinion, there are reasonable grounds to believe that the Consolidated Entity will be able to pay its debts as and when they become due and payable; and
- b. in the Directors' opinion, the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001*, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the Consolidated Entity.

Signed in accordance with a resolution of the directors made pursuant to section 303(5) of the *Corporations Act 2001* on behalf of the Directors of the Responsible Entity, Brookfield Funds Management Limited.

Dated at Sydney, this 28th day of August 2017.



Shane Ross
Executive Director
Brookfield Funds Management Limited

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Independent Auditor's Review Report to the to the unitholders of Brookfield Australia Property Trust

We have reviewed the accompanying half-year financial report of Brookfield Australia Property Trust, which comprises the condensed consolidated statement of financial position as at 30 June 2017, the condensed consolidated statement of profit or loss and other comprehensive income, the condensed consolidated statement of cash flows and the condensed consolidated statement of changes in unitholder interests for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the consolidated entity comprising Brookfield Australia Property Trust and the entities it controlled at the end of the half-year or from time to time during the half-year as set out on pages 7 to 20.

Directors' Responsibility for the Financial Report

The Directors of Brookfield Funds Management Limited, as the responsible entity of Brookfield Australia Property Trust, are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation and fair presentation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Brookfield Australia Property Trust financial position as at 30 June 2017 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Brookfield Australia Property Trust, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Auditor's Independence Declaration

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Brookfield Australia Property Trust, would be in the same terms if given to the directors as at the time of this auditor's review report.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Brookfield Australia Property Trust is not in accordance with the *Corporations Act 2001*, including:

(a) giving a true and fair view of the Brookfield Australia Property Trust financial position as at 30 June 2017 and of its performance for the half-year ended on that date; and

(b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.


DELOITTE TOUCHE TOHMATSU



Glen Mitchell
Partner
Chartered Accountants
Sydney, 28 August 2017