

ASX Announcement

23 February 2011

MULTIPLEX SITES TRUST FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2010

Please find attached the Appendix 4E Financial Report for the year ended 31 December 2010 for Multiplex SITES Trust for release to the market.

To ensure that SITES securityholders continue to have up-to-date information regarding the financial position and performance of the Group, a Brookfield Australia Investments Group (formerly Brookfield Multiplex Group) General Purpose Financial Report for the year ended 31 December 2010 (Group Financial Report) and a Brookfield Australia Property Trust (formerly Brookfield Multiplex Property Trust) General Purpose Financial Report for the twelve months to 31 December 2010 (Trust Financial Report) are also attached.

Results in Summary – Brookfield Australia Investments Group

- Funds from operations for the period was \$192.1 million (previous corresponding period: \$141.1 million);
- Net profit attributable to stapled security holders was \$62.4 million (previous corresponding period: loss \$340.3 million);
- Profit per stapled security was 0.07 cents for the period, compared to a loss of 40.6 cents for the previous corresponding period;

Full details on the key financial highlights and operating results can be found in the accompanying presentation lodged with the ASX today.

Teleconference

Brookfield Funds Management Limited as responsible entity of Multiplex SITES Trust has scheduled a teleconference for investors and analysts to discuss the results for the year ended 31 December 2010.

The teleconference will be held today at 2pm (AEST). Dial in details are as follows:

Australia	1800 354 715
Canada	1888 4473 085
Germany	0800182 1244
Malaysia	1800 812 564
Netherlands	0800 022 4523
New Zealand	0800 446 041
Singapore	800 6162 236
Thailand	001800 613 60689
United Kingdom	0808 234 7860
United States	1866 242 1388

Conference call ID number: 36655182

Multiplex SITES trade on the Australian Securities Exchange under the code MXUPA.

-ends-

Appendix 4E

Multiplex SITES Trust

For the year ended 31 December 2010

Name of entity:	Multiplex SITES Trust (MXU) ARSN 111 903 747
Details of reporting period	
Current reporting period:	1 January 2010 to 31 December 2010
Prior corresponding period:	1 January 2009 to 31 December 2009

Multiplex SITES Trust (Trust) was registered on 12 November 2004 and commenced operations upon listing for trading on the Australian Securities Exchange (ASX) on 20 January 2005.

This Appendix 4E should be read in conjunction with the Financial Report for the year ended 31 December 2010. It is also recommended that this Appendix 4E be considered together with any public announcements made by the Trust during the year ended 31 December 2010 in accordance with the continuous disclosure obligations arising under the *Corporations Act 2001*.

Results for announcement to the market	Year ended 31 December 2010 \$'000	Year ended 31 December 2009 \$'000
Total revenue and other income	35,820	23,670
Net profit before income tax	35,820	23,670
Net profit attributable to unitholders	35,820	23,670
Net tangible asset backing per unit (\$)	100	100
Earnings per unit (cents per unit)	3.58	2.37

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 2010 to 31 March 2010 of 6.01% per annum and paid on 19 April 2010	6,660
Quarterly distribution for the period from 1 April 2010 to 30 June 2010 of 8.32% per annum and paid on 15 July 2010	9,315
Quarterly distribution for the period from 1 July 2010 to 30 September 2010 of 8.74% per annum and paid on 18 October 2010	9,900
Quarterly distribution for the period from 1 October 2010 to 31 December 2010 of 8.78% per annum and paid on 18 January 2011	9,945
Total	35,820

On 1 January 2011, the Trust announced to the ASX that the distribution rate for the period from 1 January 2011 to 31 March 2011 is 8.86% 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 attached Multiplex SITES Trust ASX release dated 22 February 2011. This ASX release forms part of the Appendix 4E.

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 22 February 2011.

Multiplex SITES Trust
Annual financial statements
for the year ended
31 December 2010

Step-up
Income-distributing
Trust-issued
Exchangeable
Securities

Multiplex SITES Trust

ARSN 111 903 747

Table of Contents

Multiplex SITES Trust

For the year ended 31 December 2010

Directory	3
Directors' Report	4
Auditor's Independence Declaration	11
Financial Statements	12
Statement of Comprehensive Income	12
Statement of Financial Position.....	13
Statement of Changes in Equity	14
Statement of Cash Flows	15
Notes to the Financial Statements	16
1 Reporting entity.....	16
2 Basis of preparation.....	16
3 Significant accounting policies	16
4 Segment reporting.....	17
5 Investments accounted for using the equity method.....	17
6 Auditor's remuneration.....	18
7 Distributions.....	18
8 Units on issue.....	18
9 Financial instruments.....	19
10 Reconciliation of cash flows from operating activities.....	20
11 Related parties.....	20
12 Contingent liabilities and assets.....	20
13 Capital and other commitments	20
14 Events subsequent to the reporting date.....	20
Directors' Declaration	21
Independent Auditor's Report	22

Directory

Multiplex SITES Trust

For the year ended 31 December 2010

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 Russell T Proutt

Registered Office

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
Fax: (02) 9322 7001

Directors' Report

Multiplex SITES Trust

4

For the year ended 31 December 2010

Introduction

The Directors of Brookfield Funds Management Limited (ACN: 105 371 917), the Responsible Entity of Multiplex SITES Trust (Trust) present their report together with the annual financial statements of the Trust for the year ended 31 December 2010 and the Independent Auditor's Report thereon.

Responsible Entity

The Responsible Entity is a wholly owned subsidiary of Brookfield Australia Investments Limited (Company), formerly Brookfield Multiplex Limited and forms part of the consolidated Brookfield Australia Investments Group (Group), formerly Brookfield Multiplex Group. The registered office and principal place of business of the Responsible Entity is 135 King Street, Sydney.

Directors

The following persons were Directors of the Responsible Entity at any time during or since the end of the financial 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 Russell T Proutt (appointed 17 March 2010)	Executive Director
Mr Brian W Kingston (resigned 17 March 2010)	Executive Director
Mr Jeffery M Blinder (resigned 4 January 2010)	Non-Executive Director
Mr Richard B Clark (resigned 4 January 2010)	Non-Executive Director
Mr Ross A McDiven (resigned 4 January 2010)	Executive Director

Information on Directors

Director	Experience	Special responsibilities
Non-Executive Directors		
F Allan McDonald	<p>Mr McDonald was appointed to the Board on 22 October 2003 and was appointed Non-Executive Chairman of Brookfield Funds Management Limited in May 2005. Mr McDonald has had extensive experience in the role of Chairman and is presently associated with a number of companies as a consultant and Company Director. Mr McDonald's other directorships of listed companies are Astro Japan Property Management Limited (responsible entity of Japan Property Trust) (appointed November 2004) and Billabong International Limited (appointed July 2000).</p> <p>During the past three years Mr McDonald has also served as a director of the following listed companies: Ross Human Directions Limited (April 2000 to February 2011).</p>	Non-Executive Chairman
Barbara K Ward	<p>Ms Ward was appointed as a Non-Executive Director of Brookfield Funds Management Limited on 22 October 2003. Ms Ward has gained extensive business and finance experience through her role as Chief Executive Officer of Ansett Worldwide Aviation Services, as General Manager Finance for the TNT Group and as a Senior Ministerial Advisor. Ms Ward is Chairman of Country Energy, and a Director of Qantas Airways Limited (appointed June 2008).</p> <p>During the past three years Ms Ward has also served as a Director of Lion Nathan Limited (February 2003 to October 2009 and Allco Finance Group Limited (April 2005 to January 2008).</p>	Non-Executive Director Chairperson of the Audit Committee and Risk and Compliance Committee

Directors' Report continued

Multiplex SITES Trust

5

For the year ended 31 December 2010

Information on Directors continued

Director	Experience	Special responsibilities
Executive Director		
Russell T Proutt	Russell Proutt is the Chief Financial Officer of Brookfield Australia. Russell joined Brookfield Asset Management, the ultimate parent company, in 2006 and has held various senior management positions within Brookfield, including managing the Bridge Lending Fund, mergers and acquisitions involving subsidiaries as well as transactions involving Brookfield's restructuring fund, Tricap Partners.	Executive Director
Company Secretary		
Neil Olofsson	Neil has over 14 years' international company secretarial experience, including having worked at KPMG, Clifford Chance and Schroder Investment Management prior to joining Brookfield Australia Investments Group Company Secretariat.	Company Secretary

Directors' and executives' equity interests

	Multiplex SITES held at the start of the period	Changes during the period	Multiplex SITES held at the end of the period
Mr F Allan McDonald	705	–	705

The number of Directors' meetings (including meetings of committees of Directors) for the Responsible Entity during the financial year, and the number of meetings attended by each of the Directors, is as follows:

Director	Board meetings		Audit Committee meetings		Risk and Compliance Committee meetings	
	Held	Attended	Held	Attended	Held	Attended
Mr F Allan McDonald	5	5	2	2	2	2
Ms Barbara K Ward	5	5	2	2	2	2
Mr Russell T Proutt	3	3	n/a	n/a	n/a	n/a
Mr Brian W Kingston (resigned 17 March 2010)	2	0	n/a	n/a	n/a	n/a
Mr Jeffrey M Blidner (resigned 4 January 2010)	n/a	n/a	n/a	n/a	n/a	n/a
Mr Richard B Clark (resigned 4 January 2010)	n/a	n/a	n/a	n/a	n/a	n/a
Mr Ross A McDiven (resigned 4 January 2010)	n/a	n/a	n/a	n/a	n/a	n/a

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 year ended 31 December 2010 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.

Directors' Report continued

Multiplex SITES Trust

6

For the year ended 31 December 2010

Review of operations

The Trust earned a net profit attributable to unitholders of \$35,820,000 for the year ended 31 December 2010 (year ended 31 December 2009: \$23,670,000). Total quarterly distributions paid or payable in respect of the year ended 31 December 2010 were \$35,820,000 (year ended 31 December 2009: \$23,670,000). The carrying value of the Trust's net assets at the end of the financial year was \$450,000,000 (31 December 2009: \$450,000,000).

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

Corporate governance

This section outlines the main corporate governance practices that are currently in place for Brookfield Funds Management Limited (the Company) in its capacity as Responsible Entity for the Trust. The Company as Responsible Entity of the Trust is committed to maintaining the required standards of corporate governance.

As a wholly owned subsidiary of Brookfield Australia Investments Limited the Company aims to make best use of the existing governance expertise and framework within Brookfield Australia Investments Group as it applies to the Trust's operations wherever possible.

Best practice principles

The Australian Securities Exchange (the ASX) has established best practice guidelines that are embodied in eight principles (the Principles). The Board is supportive of the Principles and has applied these Principles to the extent relevant to the Trust. The Board's approach has been guided by the Principles and practices which are in the best interests of investors while ensuring compliance with legal requirements. In pursuing its commitment to these governance standards, the Board will continue to review its governance practices.

The Principles as set out by the Corporate Governance Council are intended only as guidelines. Due to the investment structure of the Trust with its only investment being units in Multiplex Hybrid Investment Trust, there are several Principles that are neither relevant nor practically applicable to the Trust. The ASX Listing Rules require listed companies (or in the case of a listed trust, the responsible entity of that trust) to include in their annual report a statement disclosing the extent to which they have followed the Principles during the financial period.

The Principles have been adopted, where appropriate, to ensure that the Company as Responsible Entity of the Trust continues to protect stakeholder interests. This Corporate Governance Statement sets out each Principle and provides details of how these Principles have been addressed by the Company as Responsible Entity of the Trust for the year ended 31 December 2010.

Principle 1: Lay solid foundations for management and oversight

It is the responsibility of the Board to ensure that the foundations for management and oversight of the Trust are established and appropriately documented.

Role of the Board

The Board has formalised its role and responsibilities in a charter (Board Charter). The Board Charter clearly defines the matters reserved for the Board. The Board determines and monitors the Trust's policies and considers its future strategic direction in accordance with the terms of SITES. The Board is also responsible for presenting a balanced and understandable assessment of the Trust's position and, where appropriate, its prospects in the annual report and other forms of public reporting. The role of the Board is to act as the guardian of securityholder value for the Trust's investors. To the extent possible the Board as a whole is collectively responsible for promoting the success of the Trust by directing and supervising the Trust's affairs.

The role of the Board is summarised as follows:

- provision of guidance on and approval of the strategy and performance of the Trust;
- monitoring the progress of the financial situation of the Trust and other objectives;
- approving and monitoring the progress of major investments;
- oversight and approval of the risk, control and accountability systems;
- monitoring compliance with legal, constitutional and ethical standards; and
- ensuring effective communications with holders of Multiplex SITES and other stakeholders.

In essence, the Board Charter identifies the role of the Board, its committees and the powers reserved for the Board.

Directors' Report continued

Multiplex SITES Trust

7

For the year ended 31 December 2010

Principle 2: Structure the Board to add value

The ASX views independence of Board members as a key element of an effective corporate governance regime. It recommends that a majority of the Board be independent, that the Chairperson be independent, that the roles of Chairperson and Chief Executive Officer be split and further that the Board establish a Nomination Committee with a charter in line with best practice recommendations.

The Board believes that sound corporate governance is crucial to protecting the interests of investors. The Board has a broad range of relevant financial and other skills, experience, expertise and gender diversification necessary to meet its objectives and is subject to a continuous review of its composition. The Board meets formally at least four times per year and whenever necessary to deal with specific matters needing attention between scheduled meetings. As at 31 December 2010 the Board consisted of three Directors.

Profiles of each of the Directors may be found on pages 4 to 5.

Independence

The Chairman of the Board, Allan McDonald is an independent director. The roles of Chairman and Chief Executive Officer are not exercised by the same individual. This is in line with the ASX best practice principle. The Board also identified non-executive director Barbara Ward as being independent in accordance with the relationships affecting independent status listed by the ASX Corporate Governance Principles.

Since 4 January 2010 a majority of the members of the Board are independent directors.

In accordance with the Corporations Act the Company has established a Risk and Compliance Committee. On 4 January 2010 the Company changed the composition of the Risk and Compliance Committee. The Risk and Compliance Committee comprises the two independent directors Barbara Ward (Chairperson) and Allan McDonald. The Risk and Compliance Committee is governed by a formal Charter which includes a Compliance Plan, compliance, risk management and internal control matters and reports its findings to the Board.

The Board has deemed that the operations as Responsible Entity of the Trust do not warrant a separate Nomination Committee.

The structure of the Trust is such that the Company does not receive a management fee for its services and as such there are no performance related criteria or measures to assess performance.

Access to information and advice

All Directors have unrestricted access to records of the Company and Trust and receive regular detailed financial and operational reports from senior management to enable them to carry out their duties. The Board collectively, and each Director individually, has the right to seek independent professional advice at the Group's expense to help them carry out their responsibilities.

The Company Secretary supports the effectiveness of the Board by monitoring Board policies and procedures followed, and co-ordinating the timely completion and dispatch of board agenda and briefing material. All directors have access to the Company Secretary.

Principle 3: Promote ethical and responsible decision making

The Board has established both a Code of Business Conduct and Ethics and a Security Trading Policy.

Code of business conduct and ethics

The Trust does not employ individuals, however, all Directors, managers and employees involved in the operation of the Trust and the Company are employees of Brookfield Australia Investments Limited and, along with all other employees in Brookfield Australia Investments Group, are required to act honestly and with integrity. The Board is committed to recognising the interests of investors and other stakeholders as well as all staff involved in the management and operation of the Company and Trust. The Board acknowledges that all Brookfield Australia Investments Group employees are subject to a Code of Business Conduct and Ethics that governs workplace and human resource practices, risk management and legal compliance. This Code therefore applies to the Directors of the company and to all directors, managers and employees of Brookfield Australia Investments Limited involved in the operation of the Trust and the Company. The Code is aligned to Brookfield Australia Investments Group's core values of team work, integrity and performance and is fully supported by the board.

Directors' Report continued

Multiplex SITES Trust

8

For the year ended 31 December 2010

Security trading policy

All Directors of the Company and Brookfield Australia Investments Group employees are subject to restrictions under the law relating to dealing in certain financial products, including securities in a company or trust, if they are in possession of inside information.

The Brookfield Australia Investments Group Security Trading Policy has been formally adopted by the Board and specifically lists securities issued by the Trust as restricted securities for the purposes of the policy. A summary of the Security Trading Policy is available at www.brookfieldmultiplex.com under Investment, About Us – Corporate Governance, Company Policies.

Principle 4: Safeguard integrity in financial reporting

The approach adopted by the Board is consistent with the Principle. The Board requires the Chief Executive Officer and the Chief Financial Officer to provide a written statement that the financial statements of the Trust present a true and fair view, in all material aspects, of the financial position and operational results.

Audit Committee

The Board has established an Audit Committee with its own charter specifically for the Trust. Following the establishment of the Risk and Compliance Committee, the Board amended the Charter of the Audit and Risk Committee. The purpose of the Audit Committee is now to oversee, on behalf of the Board, the integrity of the financial reporting controls and procedures utilised by the Company as Responsible Entity of the Trust.

It achieves this by:

- overseeing financial reporting to ensure balance, transparency and integrity; and
- evaluating and monitoring the effectiveness of the external audit function.

The Charter sets out the Audit Committee's role and responsibilities, composition, structure and membership requirements. The members of the Audit Committee throughout the financial period are set out below:

Name	Position	Held	Audit Committee meetings Attended	Risk and Compliance Committee meetings Attended
Barbara Ward	Chairperson	2	2	2
Jeffrey Blidner (resigned 4 January 2010)	Member	n/a	n/a	n/a
Allan McDonald	Member	2	2	2

Both members, Barbara Ward and Allan McDonald, are not substantial shareholders of the Company or the Trust or an officer of, or otherwise associated directly with, a substantial shareholder of the Company or the Trust and therefore are deemed independent. A summary of the Audit Committee's charter is available at www.brookfieldmultiplex.com under About Brookfield under the heading About Us – Corporate Governance.

Principle 5: Make timely and balanced disclosure

The Company is committed to the promotion of investor confidence by providing full and timely information to all investors about the Trust's activities and by complying with the continuous disclosure obligations contained in the Corporations Act 2001 and the ASX Listing Rules. The Board has adopted a Continuous Disclosure Policy which governs how the Company as Responsible Entity communicates with investors and the market. This policy applies to all Directors, managers and employees of Brookfield Australia Investments Group involved in the operation of the Trust and the Company.

There are likely to be few events that require disclosure for the Trust as its only investment is in the units of the Multiplex Hybrid Investment Trust.

Principle 6: Respect the rights of Multiplex SITES Trust Holders

In addition to its statutory reporting obligations, the Trust and the Company are committed to timely and ongoing communication with Multiplex SITES holders. The Company's communication strategy is incorporated into the Brookfield Multiplex Continuous Disclosure Policy, a summary of which is available at www.brookfieldmultiplex.com under Investment, About Us – Corporate Governance, Company Policies.

The Company also seeks to ensure ongoing communication through the distribution of annual reports each year and through updates to all investors whenever significant developments occur.

The Trust has its own section on the Brookfield Multiplex website that provides up to date Trust information including any continuous disclosure notices given by the Trust, financial reports and distribution information.

Directors' Report continued

Multiplex SITES Trust

9

For the year ended 31 December 2010

Principle 7: Recognise and manage risk

An important role of the Company is to effectively manage the risks inherent in its business while supporting the reputation, performance and success of the Trust. The Board regularly reviews procedures in respect of compliance with the maintenance of statutory, legal, ethical and environmental obligations through the Risk and Compliance Committee. Management also reports to the Board through the Risk and Compliance Committee as to the effectiveness of the Company'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.

The procedures adopted by the Company are consistent with those in Principle 7, in that the Chief Executive Officer and the Chief Financial Officer approve the sign off of financial statements based upon a sound system of risk management and confirm that the internal compliance and control system is operating efficiently in all material respects in relation to financial reporting risks.

Principle 8: Remunerate fairly and responsibly

Principle 8 suggests that the Company should establish a dedicated Remuneration Committee. As neither the Trust nor the Company have employees of their own, no remuneration committee has been established.

With the exception of the departures from the ASX Corporate Governance Principles detailed above, the Company as Responsible Entity of the Trust believes that it has followed the best practice recommendations set by the ASX.

Distributions

Distributions paid or declared by the Trust were as follows:

	Cents per unit	Total amount \$'000	Date of payment
Year ended 31 December 2010			
Distributions for the period ended 31 March 2010	148.00	6,660	19 April 2010
Distributions for the period ended 30 June 2010	207.00	9,315	15 July 2010
Distributions for the period ended 30 September 2010	220.00	9,900	18 October 2010
Distributions for the period ended 31 December 2010	221.00	9,945	18 January 2011
Total distributions	796.00	35,820	
Year ended 31 December 2009			
Distributions for the period ended 31 March 2009	143.00	6,435	16 April 2009
Distributions for the period ended 30 June 2009	124.00	5,580	15 July 2009
Distributions for the period ended 30 September 2009	127.00	5,715	15 October 2009
Distributions for the period ended 31 December 2009	132.00	5,940	15 January 2010
Total distributions	526.00	23,670	

On 4 January 2011, the Trust announced to the ASX that the distribution rate for the period from 1 January 2011 to 31 March 2011 is 8.86% per annum.

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.

Directors' Report continued

Multiplex SITES Trust

10

For the year ended 31 December 2010

Indemnification and insurance of officers and auditors

The Company 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.

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

- liabilities incurred as a director or officer of the Company or a company in the Group, 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*.

The Company has also agreed to effect, maintain and pay the premium on a director's and officer's insurance policy.

This policy does not seek to insure against liabilities (other than for legal costs) arising out of:

- conduct involving a wilful breach of duty in relation to the Company or a company in the Group; or
- a contravention of sections 182 or 183 of the *Corporations Act 2001*.

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.

Contract of insurance

The Company has paid or agreed to pay a premium in respect of a contract insuring the Directors and officers of the Company against a liability. The Directors have not included details of the nature of the liabilities covered or the amount of the premium paid in respect of the Directors' and officers' liabilities, as such disclosure is prohibited under the terms of the contract.

The Company 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 Company 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 Class Order 98/0100, dated 10 July 1998, issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the Directors' Report and the annual financial statements. Amounts in the Directors' Report and the annual financial statements have been rounded off in accordance with that Class Order to the nearest hundred thousand or thousand dollars, or in certain cases, to the nearest dollar.

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

The lead auditor's independence declaration is set out on page 11 and forms part of the Directors' Report for the year ended 31 December 2010.

Signed in accordance with a resolution of the Directors made pursuant to Section 298(2) of the *Corporations Act 2001*, on behalf of the Directors of Brookfield Funds Management Limited.

Dated at Sydney this 22nd day of February 2011



F Allan McDonald
Non-Executive Director
Brookfield Funds Management Limited
as Responsible Entity for Multiplex SITES Trust



Russell T Proutt
Executive Director
Brookfield Funds Management Limited
as Responsible Entity for Multiplex SITES Trust



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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
Australia

22 February 2011

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 audit of the financial statements of Multiplex SITES Trust for the financial year ended 31 December 2010, 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 audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

Yours faithfully

DELOITTE TOUCHE TOHMATSU

DELOITTE TOUCHE TOHMATSU

A G Collinson
Partner
Chartered Accountants

Statement of Comprehensive Income

Multiplex SITES Trust

12

For the year ended 31 December 2010

	Year ended 31 Dec 2010 \$'000	Year ended 31 Dec 2009 \$'000
Share of net profit of associates accounted for using the equity method	35,820	23,670
Net profit for the period from continuing operations	35,820	23,670
Other comprehensive income for the period	-	-
Total comprehensive income for the period attributable to SITES unitholders	35,820	23,670
Earnings per unit		
Basic and diluted earnings per ordinary unit (cents)	796.00	526.00

The Statement of Comprehensive Income should be read in conjunction with the Notes to the financial statements.

Statement of Financial Position

Multiplex SITES Trust

13

As at 31 December 2010

	Note	31 Dec 2010 \$'000	31 Dec 2009 \$'000
Non-current assets			
Investments accounted for using the equity method	5	459,945	455,940
Total non-current assets		459,945	455,940
Total assets		459,945	455,940
Current liabilities			
Distributions payable	7	9,945	5,940
Total current liabilities		9,945	5,940
Total liabilities		9,945	5,940
Net assets		450,000	450,000
Equity			
Units on issue	8	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

14

For the year ended 31 December 2010

	Note	Units on issue \$'000	Accumulated profit/ (losses) \$'000	Total equity \$'000
Opening equity – 1 January 2010		450,000	–	450,000
Net profit		–	35,820	35,820
Other comprehensive income		–	–	–
Total comprehensive income for the year		–	35,820	35,820
Distributions to unitholders	7	–	(35,820)	(35,820)
Total transactions with unitholders in their capacity as unitholders		–	(35,820)	(35,820)
Closing equity – 31 December 2010		450,000	–	450,000
Opening equity – 1 July 2009		450,000	–	450,000
Net profit		–	23,670	23,670
Other comprehensive income		–	–	–
Total comprehensive income for the half year		–	23,670	23,670
Distributions to unitholders	7	–	(23,670)	(23,670)
Total transactions with unitholders in their capacity as unitholders		–	(23,670)	(23,670)
Closing equity – 31 December 2009		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

15

For the year ended 31 December 2010

	Year ended 31 Dec 2010 \$'000	Year ended 31 Dec 2009 \$'000
Cash flows from operating activities	-	-
Net cash inflow from operating activities	-	-
Cash flows from investing activities		
Dividends and distributions received	31,815	27,779
Net cash inflow from investing activities	31,815	27,779
Cash flows from financing activities		
Distributions paid to Multiplex SITES holders	(31,815)	(27,779)
Net cash outflow from financing activities	(31,815)	(27,779)
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

16

For the year ended 31 December 2010

1 Reporting entity

Multiplex SITES Trust (Trust) is a unit trust domiciled in Australia. 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 12 November 2004.

2 Basis of preparation

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 report has been prepared on the historical cost basis.

The financial report is presented in Australian dollars. The Trust is of a kind referred to in ASIC Class Order 98/0100 dated 10 July 1998 relating to the "rounding off" of amounts in the annual financial statements. In accordance with that Class Order amounts in the annual financial statements have been rounded off to the nearest thousand dollars or in certain cases, to the nearest dollar, unless stated otherwise.

Due to the liability for distributions to SITES unit holders as at 31 December 2010, the Trust is in a net current liability position of \$9.9 million. On 18 January 2011, the Trust received a distribution from Multiplex Hybrid Investment Trust, its equity accounted investment, of \$9.9 million which was used to satisfy its liability for distributions to SITES unit holders on the same day. In accordance with AASB 101, an entity shall prepare its 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. Given the above and that the Trust has non-current assets of \$459.9 million and a net asset position of \$450.0 million, the financial statements have been prepared on a going concern basis.

Estimates

The preparation of annual 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 annual financial statements of the Trust for the year ended 31 December 2010 were authorised for issue in accordance with a resolution of the Directors of the Responsible Entity on 22nd February 2011.

Associates

The Trust's investment in its associates is accounted for using the equity method of accounting in the annual financial statements. The associate is an entity in which the Trust has significant influence, but not control, over the financial and operating policies. Under the equity method, an investment in associates is carried in the Statement of Financial Position at cost plus post-acquisition changes in the Trust's share of net assets of the associate. After application of the equity method, the Trust determines whether it is necessary to recognise any additional impairment loss with respect to the Trust's net investment in the associate. The Statement of Comprehensive Income reflects the Trust's share of the results of operations of the associate.

When the Trust's share of losses exceeds its interest in an associate, the Trust's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Trust has incurred legal or constructive obligations or made payments on behalf of an associate.

Distributions

A provision 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.

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.

Notes to the Financial Statements continued

Multiplex SITES Trust

17

For the year ended 31 December 2010

4 Segment reporting

The Trust has adopted AASB 8 *Operating Segments* with effect from 1 January 2009. AASB 8 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. AASB 8 is a disclosure standard which has no impact on the reported results or financial position of the Trust. The Trust operates in a single segment, being investment in Multiplex Hybrid Investment Trust in Australia. All items of the Statement of 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.

	31 Dec 2010 \$'000	31 Dec 2009 \$'000
5 Investments accounted for using the equity method		
Non-current		
Units in unlisted associates	459,945	455,940
Total	459,945	455,940

Details of material interests in associates are as follows:

Name	Principal activities	Voting interest %	Carrying value 31 Dec 2010 \$'000	Carrying value 31 Dec 2009 \$'000
Multiplex Hybrid Investment Trust	Investment	25	459,945	455,940

	31 Dec 2010 \$000	31 Dec 2009 \$000
Movement in the carrying value		
Carrying amount at the beginning of the period	455,940	460,049
Profit accounted for using the equity method	35,820	23,670
Distribution received during the period	(31,815)	(27,779)
Carrying amount at the end of the period	459,945	455,940

Other disclosures

Associates' revenues and profits

Revenues and profit of associates	35,820	23,670
-----------------------------------	--------	--------

Associates':

Net profit before tax	35,820	23,670
Income tax expense attributable to net profit	-	-
Total associates' net profit after tax accounted for using the equity method	35,820	23,670

Associates' assets and liabilities

Assets	459,945	455,940
Liabilities	(9,945)	(5,940)
Net assets	450,000	450,000

Notes to the Financial Statements continued

Multiplex SITES Trust

18

For the year ended 31 December 2010

6 Auditor's remuneration

During the current and prior periods, all amounts paid to the auditor of the Trust, Deloitte Touche Tohmatsu, were borne by the Responsible Entity in its capacity as responsible entity of Multiplex SITES Trust.

	Cents per unit	Total amount \$'000	Date of payment
7 Distributions			
Year ended 31 December 2010			
Distributions for the period ended 31 March 2010	148.00	6,660	19 April 2010
Distributions for the period ended 30 June 2010	207.00	9,315	15 July 2010
Distributions for the period ended 30 September 2010	220.00	9,900	18 October 2010
Distributions for the period ended 31 December 2010	221.00	9,945	18 January 2011
Total distributions	796.00	35,820	
Year ended 31 December 2009			
Distributions for the period ended 31 March 2009	143.00	6,435	16 April 2009
Distributions for the period ended 30 June 2009	124.00	5,580	15 July 2009
Distributions for the period ended 30 September 2009	127.00	5,715	15 October 2009
Distributions for the period ended 31 December 2009	132.00	5,940	18 January 2010
Total distributions	526.00	23,670	

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.

8 Units on issue	31 Dec 2010 \$'000	31 Dec 2010 Units	31 Dec 2009 \$'000	31 Dec 2009 Units
Units on issue				
Amounts owing to Multiplex SITES holders	450,000	4,500,000	450,000	4,500,000

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).

Assets pledged as security

The guarantee 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.

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 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).

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.

Notes to the Financial Statements continued

Multiplex SITES Trust

19

For the year ended 31 December 2010

8 Units on issue continued

Holder redemption

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.

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.

Holder exchange

Holders have no right to request exchange.

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.

9 Financial instruments

Financial risk management

Overview

The Trust is exposed to financial risks in the course of their operations. These risks can be summarised as follows:

- credit risk;
- liquidity risk; and
- market risk.

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 & Risk Committee. Management also reports to the Board through the Audit & Risk Committee as to the effectiveness of the Company'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.

a Credit risk

Credit risk is the risk of financial loss to the Trust if a customer or counterparty defaults on its contractual obligations. Credit risk arises principally from the Trust's investment in Multiplex Hybrid Investment Trust.

b Liquidity risk

Liquidity risk is the risk that the Trust will encounter difficulty in meeting its financial obligations. The Trust's principal financial instruments comprise Multiplex SITES, the face value of which is guaranteed on an unsecured and subordinated basis by Brookfield Australia Investments Limited and Brookfield Australia Property Trust. Liquidity risks for which the Trust may be exposed are regularly reviewed and monitored by the Responsible Entity. The Trust manages its liquidity risk by monitoring the performance of its investment in order to meet the distribution payments to investors.

c Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk is comprised of three types of risk: currency risk, interest rate risk and other price risk. The primary market risk of the Trust relates to interest rate risk. The Trust's sensitivity to a 1% movement in interest rates in relation to discretionary priority distribution payments is as follows:

Notes to the Financial Statements continued

Multiplex SITES Trust

20

For the year ended 31 December 2010

	Year ended 31 Dec 2010 \$000	Year ended 31 Dec 2009 \$000
10 Reconciliation of cash flows from operating activities		
Change in operating assets and liabilities:		
Decrease/(Increase) in assets	(4,005)	4,109
(Decrease)/Increase in liabilities	4,005	(4,109)
Net cash inflow from operating activities	-	-

11 Related parties

Associates

Interests in associates are set out in note 5.

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.

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

	Units held at 31 Dec 2010	Units held at 31 Dec 2009
Mr F Allan McDonald	705	705

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 (2009: \$450,000,000); and
- distributions received of \$31,815,000 for the year ended 31 December 2010 (year ended 31 December 2009: \$27,779,000).

Responsible Entity

The Responsible Entity of the Trust is Brookfield Funds Management Limited, whose immediate parent company is Brookfield Australia Investments Limited.

12 Contingent liabilities and assets

No contingent liabilities or assets existed at 31 December 2010 (2009: nil).

13 Capital and other commitments

No capital or other commitment existed at 31 December 2010 (2009: nil).

14 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

21

For the year ended 31 December 2010

In the opinion of the Directors of Brookfield Funds Management Limited, the Responsible Entity of Multiplex SITES Trust:

- a The financial statements and notes set out on pages 12 to 20 are in accordance with the *Corporations Act 2001*, including:
 - i giving a true and fair view of the financial position of the Trust as at 31 December 2010 and of its performance for the year ended on that date; and
 - ii the attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 2 to the financial statements; and
 - iii complying with Accounting Standards and the *Corporations Act 2001* in Australia and the Corporations Regulations 2001;
- b There are reasonable grounds to believe that the Trust will be able to pay its debts as and when they become due and payable.

The Directors have been given the declarations required by section 295A of the *Corporations Act 2001*.

Signed in accordance with a resolution of the Directors of Brookfield Funds Management Limited as required by Section 295A of the *Corporations Act 2001*.

Dated at Sydney this 22 day of February 2011



F Allan McDonald
Non-Executive Director
Brookfield Funds Management Limited
as Responsible Entity for Multiplex SITES Trust



Russell T Proutt
Executive Director
Brookfield Funds Management Limited
as Responsible Entity for Multiplex SITES Trust

Independent Auditor's Report to the Members of Multiplex SITES Trust

We have audited the accompanying financial report of Multiplex SITES Trust, which comprises the statement of financial position as at 31 December 2010, and the statement of comprehensive income, the statement of cash flows and the statement of changes in equity for the 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 12 to 21.

Directors' Responsibility for the Financial Report

The directors of Brookfield Funds Management Limited are responsible for the preparation of the 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 financial report that is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with International Financial Reporting Standards.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control, relevant to the entity's preparation of the financial report that gives a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Auditor's Independence Declaration

In conducting our audit, 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 report.

Opinion

In our opinion:

- (a) the financial report of Multiplex SITES Trust is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the Multiplex SITES Trust's financial position as at 31 December 2010 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*; and
- (b) the financial statements also comply with International Financial Reporting Standards as disclosed in Note 2.

DELOITTE TOUCHE TOHMATSU

DELOITTE TOUCHE TOHMATSU



A G Collinson

Partner

Chartered Accountants

Sydney, 22 February 2011

Brookfield Australia Investments Group
Annual financial statements
For the year ended
31 December 2010

Brookfield Australia Investments Group

ABN 96 008 687 063
Formerly Brookfield Multiplex Group

Contents

Brookfield Australia Investments Group

For the year ended 31 December 2010

	Page
Directory	3
Directors' Report.....	4
Auditor's Independence Declaration.....	8
Financial Statements	9
Statement of Comprehensive Income.....	9
Statement of Financial Position.....	10
Statement of Changes in Equity	11
Statement of Cash Flows	12
Notes to the Financial Statements	13
1 Reporting entity.....	13
2 Basis of preparation	13
3 Significant accounting policies.....	13
4 Parent entity disclosures	26
5 Revenues and expenses	26
6 Income tax.....	27
7 Dividends and distributions	28
8 Trade and other receivables.....	28
9 Derivative financial instruments.....	29
10 Inventories	29
11 Other financial assets.....	30
12 Investments accounted for using the equity method.....	31
13 Investment property	33
14 Property, plant and equipment.....	35
15 Intangible assets and goodwill.....	36
16 Trade and other payables	36
17 Interest bearing loans and borrowings.....	37
18 Non-interest bearing loans and borrowings	38
19 Provisions.....	38
20 Contract work in progress.....	38
21 Employee benefits	39
22 Equity	39
23 Non-controlling interest.....	40
24 Auditor's remuneration.....	41
25 Contingent liabilities and assets.....	41
26 Capital and other commitments	42
27 Related parties.....	42
28 Business combinations	44
29 Significant controlled entities	46
30 Discontinued operations	47
31 Loss of Control	47
32 Reserves.....	47
33 Financial instruments	48
34 Reconciliation of cash flows from operating activities.....	55
35 Stapling arrangements.....	55
36 Events occurring after the reporting date.....	56
Directors' Declaration	57
Independent Audit Report	58

Directory

Brookfield Australia Investments Group

3

Directors of Brookfield Australia Investments Limited

Mr Timothy M Harris
Mr Richard B Clark
Mr Thomas F Farley
Mr Ross A McDiven
Mr Brian W Kingston

Registered Office

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
Fax: + 61 (0) 2 9322 7001

Directors' Report

Brookfield Australia Investments Group

4

Introduction

The Directors of Brookfield Australia Investments Limited formerly Brookfield Multiplex Group (Parent Entity or Company) present their report together with the financial report of the Consolidated Entity (Brookfield Australia Investments Group or Group), being the Company and its controlled entities and Brookfield Australia Property Trust (Trust) and its controlled entities for the year ended 31 December 2010 and the Independent Audit Report thereon. Brookfield Australia Investments Limited is the parent entity of the Group.

Group structure

The Group comprises the Company and its controlled entities and the Trust and its controlled entities. 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 a share or unit in the other component part.

Directors

Name	Capacity
Mr Timothy M Harris	Executive Director
Mr Richard B Clark	Non-Independent Non-Executive Director
Mr Thomas F Farley	Executive Director
Mr Ross A McDiven	Executive Director
Mr Brian W Kingston	Executive Director

The above named directors held office during and since the end of the financial year except for:

Mr Thomas F Farley – appointed 25 May 2010

Mr Timothy M Harris – appointed 8 June 2010

Mr Jeffrey M Blidner – resigned 8 June 2010

Mr Brian W Kingston – resigned 17 March 2010 & appointed 13 December 2010

Mr Russell Proutt – appointed 17 March 2010 & resigned 25 May 2010

Principal activities

The principal activities of the Consolidated Entity during the course of the year ended 31 December 2010 include:

- construction services and project management;
- property development;
- property services;
- property related funds management and property syndication; and
- investment in income producing retail, commercial and industrial properties.

The Consolidated Entity principally operates in Australia, New Zealand and the Middle East.

Review of operations and results

The Group recorded a net profit after tax attributable to stapled security holders of \$62.4 million for the year ended 31 December 2010 (year ended 31 December 2009: loss of \$340.3 million). The Group recorded a net profit after tax of \$97.3 million for the year ended 31 December 2010 (year ended 31 December 2009: loss of \$321.4 million).

On 27 September 2010 a Brookfield Asset Management Inc. (BAM) subsidiary entered into a total return swap and option (with an initial 5 year term) with a Brookfield Office Properties (BPO) subsidiary whereby BPO obtained the economic rights and obligations of several properties at a strike price which was calculated based on the fair value of the assets at that date. As a result, a financial asset has been recorded in Brookfield Australia Investments Group (BAIG). The value of this financial asset has been determined with reference to the fair value of the underlying properties. No material gain or loss was recognised with respect to this transaction. The Property Financial assets are designated fair value through the profit and loss.

During the year a BAIG subsidiary as responsible entity of Brookfield Australian Opportunity Fund ('BAO') announced that a conditional underwriting agreement had been signed with a wholly owned subsidiary of the Brookfield Australia Property Trust to conduct capital raising by way of a \$30.4 million rights offering of ordinary units to all unitholders (rights issue). The rights issue was to be underwritten by Brookfield Capital Securities Limited as trustee of the Brookfield Multiplex PPF Investment No.2 Trust (a wholly owned trust of the Brookfield Australia Property Trust). As a result of the rights issue, BAIG's ownership of BAO increased to 61.877% through both take up of additional units as eligible unitholders and as underwriter. BAO owns 22.044% of Multiplex New Zealand Property Fund ('MNZPF'). Accordingly, BAIG's ownership of the voting of

Directors' Report continued

Brookfield Australia Investments Group

For the year ended 31 December 2010

Directors' Report continued

MNZPF increased to 51.583% through direct ownership of MZNPf and consolidation of BAO therefore resulting in control of MNZPF also being obtained and subsequently BAIG now consolidates MNZPF in addition to BAO.

During the year the Wembley class action was settled for a gross settlement of \$110m, the Motts litigation was also settled.

Events subsequent to the reporting date

In January 2011 the company's investment in Duelguide was sold to a Brookfield Europe entity for the December 31 carrying value.

On 1 January 2011 a subsidiary of the company purchased all issued shares in the Brookfield European Construction operations. These shares were purchased from a Brookfield Europe entity at net asset value.

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 financial year that has significantly affected, or may affect, the Group's operations in future financial years, the results of those operations or the Group's state of affairs in future financial years.

Likely developments and expected results of operations

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

Environmental regulation

As an integrated property business, the Group's operations are subject to significant environmental regulation under international, Australian Commonwealth and state legislation. This is particularly the case in relation to the Group's construction, development and property investment activities.

The Group has systems in place to manage its environmental obligations within its construction activities. As a developer and property investor, the Group is also subject to and operates under other environmental regulations.

In June 2008, a subsidiary of the Company was served with an Enforcement Notice under the Integrated Planning Act 1997 in respect of alleged breaches at Keperra, Queensland. In August 2008 these alleged breaches became the subject of eight charges against the subsidiary, three of which were ultimately litigated in the Brisbane Magistrates Court in November 2009. On 17 March 2009 the Brisbane Magistrates Court dismissed all charges and ordered the Brisbane City Council (BCC) to pay costs. The BCC has appealed against the Magistrates findings. At the balance date, the appeal hearing has been scheduled for late February, no provision was recognized.

Apart from the alleged breach noted above and based on the results of enquiries made, the Board is not aware of any other significant breaches or non-compliance with environmental issues during the period covered by this report which are likely to give rise to further liability or regulatory proceedings.

Dividends from the Company

There were no dividends paid or declared during the year ended 31 December 2010 (year ended 31 December 2009: nil).

Distributions

During the year ended 31 December 2010, a distribution of \$5.3 million in total was paid or payable to unitholders of the Trust (year ended 31 December 2009: \$1.4 million).

Indemnification and insurance of officers and auditors

The Company 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 Company.

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

- liabilities incurred as a director or officer of the Company or a company in the Group, 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*.

Directors' Report continued

Brookfield Australia Investments Group

6

For the year ended 31 December 2010

Directors' Report continued

The Company has also agreed to effect, maintain and pay the premium on a director's and officer's insurance policy.

This policy does not seek to insure against liabilities (other than for legal costs) arising out of:

- conduct involving a wilful breach of duty in relation to the Company or a company in the Group; or
- a contravention of sections 182 or 183 of the *Corporations Act 2001*.

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.

Contract of insurance

The Company has paid or agreed to pay a premium in respect of a contract insuring the Directors and officers of the Company against a liability. The Directors have not included details of the nature of the liabilities covered or the amount of the premium paid in respect of the Directors' and officers' liabilities, as such disclosure is prohibited under the terms of the contract.

The Company 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 Company or of any related body corporate against a liability incurred as such an officer or auditor.

Non-audit services

All amounts paid to Deloitte Touche Tohmatsu for audit, review and regulatory services are disclosed in note 24.

There were limited non-audit services fees incurred by the Group to Deloitte Touche Tohmatsu during the year.

Key management personnel compensation

The aggregate compensation made to Directors and other members of key management personnel of the Company and the Group is set out below:

	Consolidated	
	Year ended 31 Dec 2010	Year ended 31 Dec 2009
	\$	\$
Short-term employee benefits	8,560,217	7,376,088
Post-employment benefits	209,870	164,177
Other long-term benefits	278,361	1,932,495
Termination benefits	3,980,356	-
Share based payment	2,687,223	1,023,236
	15,716,027	10,495,996

Directors' Report continued

Brookfield Australia Investments Group

7

For the year ended 31 December 2010

Directors' Report continued

Rounding of amounts

The Company is of a kind referred to in ASIC Class Order 98/100, dated 10 July 1998 (updated by CO 05/641 effective 28 July 2005 and CO 06/51 effective 31 January 2006), and in accordance with that Class Order, all financial information presented in Australian dollars has been rounded to the nearest hundred thousand dollars, unless otherwise stated.

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

The lead auditor's independence declaration is set out on page 9 and forms part of the Directors' Report for the year ended 31 December 2010.

Signed in accordance with a resolution of the Directors made pursuant to Section 298(2) of the *Corporations Act 2001*.

Dated at Sydney this 22nd day of February 2011



Ross A McDiven
Executive Director
Brookfield Australia Investments Limited



Timothy M Harris
Executive Director
Brookfield Australia Investments Limited

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The Board of Directors
Brookfield Australia Investments Group
Level 22
135 King Street
SYDNEY, NSW 2000

22 February 2011

Dear Directors

Brookfield Australia Investment Group

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 Australia Investment Group.

As lead audit partner for the audit of the financial statements of Brookfield Australia Investments Group for the financial year ended 31 December 2010, 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 audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

Yours faithfully


DELOITTE TOUCHE TOHMATSU



J A Leotta
Partner
Chartered Accountants

Consolidated Statement of Comprehensive Income

Brookfield Australia Investments Group

9

For the year ended 31 December 2010

	Note	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Continuing operations			
Revenue	5	2,511.0	1,811.1
Cost of operations	5	(2,036.2)	(1,388.4)
Gross profit		474.8	422.7
Other income	5	43.7	3.1
Net gain/(loss) on revaluation of investment property	13	46.5	(263.3)
Finance costs	5	(218.3)	(139.7)
Other expenses	5	(262.2)	(304.8)
Share of net profit/(loss) of investments accounted for using the equity method		51.4	(74.4)
Profit/(Loss) before income tax		135.9	(356.4)
Income tax benefit/(expense)	6	(38.6)	35.0
Profit/(Loss) from continuing operations for the period		97.3	(321.4)
Profit/(Loss) for the period		97.3	(321.4)
Other comprehensive income			
Currency translation differences		(2.3)	(6.0)
Changes in fair value of available for sale financial assets		9.7	1.9
Effective portion of changes in fair value of cash flow hedges		10.4	48.5
Other comprehensive income for the period		17.8	44.4
Total comprehensive income for the period		115.1	(277.0)
Profit/(loss) attributable to:			
Unitholders of Brookfield Australia Investments Group		62.4	(340.3)
Non-controlling interests	23	34.9	18.9
Net profit/(loss) for the period		97.3	(321.4)
Total comprehensive income attributable to:			
Unitholders of Brookfield Australia Investments Group		80.2	(295.9)
Non-controlling interests	23	34.9	18.9
Total comprehensive income for the period		115.1	(277.0)

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

Consolidated Statement of Financial Position

Brookfield Australia Investments Group

10

For the year ended 31 December 2010

	Note	31 Dec 2010 \$m	31 Dec 2009 \$m
Current assets			
Cash and cash equivalents		213.7	265.8
Trade and other receivables	8	387.9	813.1
Derivative financial instruments	9	-	2.6
Inventories	10	136.0	224.0
Financial assets	11	1,300.0	1,300.0
Other assets		60.4	31.0
Total current assets		2,098.0	2,636.5
Non-current assets			
Trade and other receivables	8	229.8	86.7
Derivative financial instruments	9	6.7	0.4
Inventories	10	423.1	441.8
Financial assets	11	2,116.0	79.2
Investments accounted for using the equity method	12	282.6	1,156.2
Investment property	13	2,581.3	4,061.5
Property, plant and equipment	14	33.2	39.2
Deferred tax assets	6	51.2	116.2
Intangible assets	15	17.2	18.8
Other assets		16.6	57.3
Total non-current assets		5,757.7	6,057.3
Total assets		7,855.7	8,693.8
Current liabilities			
Trade and other payables	16	612.0	506.4
Derivative financial instruments	9	4.5	2.4
Interest bearing loans and borrowings	17	494.5	1,726.9
Non-interest bearing loans and borrowings	18	238.0	337.4
Provisions	19	141.2	119.3
Contract work in progress	20	278.5	296.9
Total current liabilities		1,768.7	2,989.3
Non-current liabilities			
Trade and other payables	16	13.0	19.5
Derivative financial instruments	9	-	13.3
Interest bearing loans and borrowings	17	1,904.4	1,646.3
Deferred tax liabilities	6	24.1	-
Provisions	19	2.2	3.4
Total non-current liabilities		1,943.7	1,682.5
Total liabilities		3,712.4	4,671.8
Net assets		4,143.3	4,022.0
Equity			
Contributed equity	22	4,430.9	4,430.9
Reserves	32	(198.5)	(181.0)
Accumulated losses		(688.1)	(745.2)
Total parent interests		3,544.3	3,504.7
Non-controlling interest	23	599.0	517.3
Total equity		4,143.3	4,022.0

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

Consolidated Statement of Changes in Equity

Brookfield Australia Investments Group

11

For the year ended 31 December 2010

	Attributable to Equityholders of the Parent						
	Preference shares (refer to Note 22) \$m	Contributed equity (refer to Note 22) \$m	Accumulated losses \$m	Reserves \$m	Total \$m	Non-controlling interest \$m	Total equity \$m
As at 1 January 2010	1,665.0	2,765.9	(745.2)	(181.0)	3,504.7	517.3	4,022.0
Currency translation differences	-	-	-	(2.3)	(2.3)	-	(2.3)
Change in fair value of available for sale financial assets	-	-	-	9.7	9.7	-	9.7
Effective portion of changes in fair value of cash flow hedges	-	-	-	10.4	10.4	-	10.4
Expense recognised directly in equity	-	-	-	17.8	17.8	-	17.8
Profit for the year	-	-	62.4	-	62.4	34.9	97.3
Total comprehensive income	-	-	62.4	17.8	80.2	34.9	115.1
Transactions with equityholders in their capacity as equityholders:							
Issue of share capital	-	-	-	-	-	-	-
Dividends/distributions	-	-	(5.3)	-	(5.3)	(35.2)	(40.5)
Tax consolidation reserve	-	-	-	(35.3)	(35.3)	-	(35.3)
Increase in non-controlling interest	-	-	-	-	-	82.0	82.0
Total transactions with equityholders in their capacity as equityholders	-	-	(5.3)	(35.3)	(40.6)	46.8	6.2
As at 31 December 2010	1,665.0	2,765.9	(688.1)	(198.5)	3,544.3	599.0	4,143.3
As at 1 January 2009	1,640.0	2,765.9	(403.5)	(199.6)	3,802.8	602.1	4,404.9
Currency translation differences	-	-	-	(6.0)	(6.0)	-	(6.0)
Change in fair value of available for sale financial assets	-	-	-	1.9	1.9	-	1.9
Effective portion of changes in fair value of cash flow hedges	-	-	-	48.5	48.5	-	48.5
Change in taxation consolidation reserve	-	-	-	(25.8)	(25.8)	-	(25.8)
Expense recognised directly in equity	-	-	-	18.6	18.6	-	18.6
(Loss) for the year	-	-	(340.3)	-	(340.3)	18.9	(321.4)
Total comprehensive income	-	-	(340.3)	18.6	(321.7)	18.9	(302.8)
Transactions with equityholders in their capacity as equityholders:							
Issue of share capital	25.0	-	-	-	25.0	-	25.0
Dividends/distributions	-	-	(1.4)	-	(1.4)	(38.8)	(40.2)
Decrease in non-controlling interest	-	-	-	-	-	(64.9)	(64.9)
Total transactions with equityholders in their capacity as equityholders	25.0	-	(1.4)	-	23.6	(103.7)	(80.1)
As at 31 December 2009	1,665.0	2,765.9	(745.2)	(181.0)	3,504.7	517.3	4,022.0

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

Consolidated Statement of Cash Flows

Brookfield Australia Investments Group

12

For the year ended 31 December 2010

	Note	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Cash flows from operating activities			
Receipts from customers		2,449.9	1,911.7
Payments to suppliers and employees		(2,044.4)	(1,747.3)
		405.5	164.4
Dividends and distributions received		33.4	1.0
Interest received		13.0	11.3
Finance costs paid		(233.6)	(140.8)
Income taxes received		-	-
Net cash inflow from operating activities	34	218.3	35.9
Cash flows from investing activities			
(Payments for)/proceeds from property, plant and equipment		(12.2)	6.7
Payments for investments and associates		-	(7.5)
(Payments for)/ proceeds from sale of investment properties		(118.5)	(92.4)
(Payments for)/ proceeds from sale of investments		6.6	(25.9)
Net cash inflow/(outflow) on acquisition	28	4.9	(5.0)
Net cash deconsolidation of subsidiary	31	(25.5)	-
Net cash outflow from investing activities		(144.7)	(124.1)
Cash flows from financing activities			
Proceeds from related parties		299.7	174.2
Repayments to external borrowings		(384.4)	(135.4)
Proceeds from issue of preference shares		-	25.0
Dividends and distributions paid		(27.9)	(37.4)
Net cash inflow/(outflow) from financing activities		(112.6)	26.3
Net (decrease) in cash and cash equivalents held		(39.0)	(61.9)
Cash and cash equivalents at the beginning of the period		265.8	322.9
Effects of foreign exchange rate changes on cash		(13.1)	(4.8)
Cash and cash equivalents at the end of the period		213.7	265.8

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

Notes to the Consolidated Financial Statements

Brookfield Australia Investments Group

13

For the year ended 31 December 2010

1 Reporting entity

Brookfield Australia Investments Group (Group) is domiciled in Australia. The Group comprises Brookfield Australia Property Trust (Trust) and its controlled entities and Brookfield Australia Investments Limited (Company) and its controlled entities.

The Group's stapled securities comprise one ordinary Company share and one Trust unit. The stapled securities cannot be traded or dealt with separately. 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 a share or unit in the other component part.

2 Basis of preparation

Statement of compliance

The financial report is a general purpose financial report prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and interpretations and complies with other requirements of the law. Accounting standards include Australian equivalents to International Financial Reporting Standards (IFRS), compliance ensures that the financial statements and notes of the Group comply with International Financial Reporting Standards.

The financial statements (report) were authorised for issue in accordance with a resolution of the directors on 22nd February 2011.

Basis of measurement

The report has 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 available for sale, 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. Inventory is held at the lower of cost or net realisable value and goodwill is held at cost less accumulated impairment.

The report is presented in Australian dollars. The Company is of a kind referred to in ASIC Class Order 98/100, dated 10 July 1998 (updated by CO 05/641 effective 28 July 2005 and CO 06/51 effective 31 January 2006), and in accordance with that Class Order, all financial information presented in Australian dollars has been rounded to the nearest hundred thousand dollars, unless otherwise stated.

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 13, investment property, note 12 investments accounted for using the equity method, note 11 other financial assets, note 15 intangible assets and goodwill and note 19 provisions.

3 Significant accounting policies

The significant policies set out below have been applied consistently to all periods presented in this report.

In accordance with amended AASB 140 *Investment Property* effective 1 January 2009, investment property under construction, previously classified as inventory, is classified as investment property and carried at fair value. Refer to note 13 for further detail.

Revised AASB 3, *Business Combinations (2008)* which became mandatory for the Group's 31 December 2010 financial statements, will be applied prospectively, therefore no impact on the Consolidated Entity's prior periods will be required in these financial statements. Refer to note 29 for further detail.

Amended AASB 5, *Non Current Assets Held for Sale and Discontinued Operations* effective 1 January 2010, disclosure in financial statements has been modified to reflect clarification that disclosure requirements in standards other than AASB 5 do not generally apply to non-current assets classified as held for sale and discontinued operations.

Amended AASB 127 *Consolidated and Separate Financial Statements (2008)* requires accounting for changes in ownership interests by the Consolidated Entity in a subsidiary, while maintaining control, to be recognised as an equity transaction. When the Consolidated Entity loses control of a subsidiary, any interest retained in the former subsidiary will be measured at fair value with the gain or loss recognised in profit or loss.

AASB 128 (as revised in 2008) *Investments in Associates* is effective for annual periods beginning on or after 1 July 2009. The principle adopted under AASB 127 (2008) (see above) that a loss of control is recognised as a disposal and re-acquisition of any retained interest at fair value is extended by consequential amendment to AASB 128; therefore, when significant influence is lost, the investor measures the remaining investment in the former associate at fair value, with any gain or loss recognised in profit or loss.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

14

For the year ended 31 December 2010

3 Significant accounting policies continued

a Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all controlled entities of the Group as at 31 December 2010 and the results of all controlled entities for the year then ended.

Controlled entities

Controlled entities are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable or convertible are taken into account. The financial statements of controlled entities are included in the financial report from the date control commences until the date that control ceases. The accounting policies of controlled entities have been changed where necessary to ensure consistency with the policies adopted by the Group.

Business combinations

Acquisitions of subsidiaries and businesses are accounted for using the acquisition method. The cost of the business combination is measured as the aggregate of the fair values (at the date of exchange) of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under AASB 3 *Business Combinations* are recognised at their fair values at the acquisition date, except for non-current assets (or disposal groups) that are classified as held for sale in accordance with AASB 5 *Non-current Assets Held for Sale and Discontinued Operations*, which are recognised and measured at fair value less costs to sell. Any acquisition related costs are accounted for separately from the business combination and recognised as an expense in profit or loss as incurred.

Goodwill arising on acquisition is recognised as an asset and initially measured at cost, being the excess of the cost of the business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised. If, after reassessment, the Group's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities exceeds the cost of the business combination, the excess is recognised immediately in profit or loss.

The interest of minority shareholders in the acquiree is initially measured at fair value or at the non-controlling interests' proportion of the net fair value of the assets, liabilities and contingent liabilities recognised.

Non-controlling interests

Non-controlling interests in the net assets (excluding goodwill) of consolidated controlled entities are identified separately from the Group's equity therein. Non-controlling interests consist of the amount of those interests at the date of the original business combination valued under the cost method and the non-controlling interests' share of changes in equity since the date of the combination. Losses applicable to the non-controlling interest in excess of the non-controlling interest's interest in the controlled entities' equity are allocated against the interests of the Group except to the extent that the non-controlling interest has a binding obligation and is able to make an additional investment to cover the losses.

Associates

The Group's investments in associates are accounted for using the equity method in the consolidated financial statements. An associate is an entity in which the Group has significant influence, over their financial and operating policies, but not control.

Under the equity method, investments in associates are carried in the consolidated Statement of Financial Position at cost plus post-acquisition changes in the Group's share of net assets, net profits and reserves of the associate. After application of the equity method, the Group determines whether it is necessary to recognise any additional impairment loss with respect to the Group's net investment in an associate. The consolidated Statement of Comprehensive Income reflects the Group's share of the results of operations of an associate, after applying consistent accounting policies to the associate.

When the Group's share of losses exceeds its interest in an associate, the Group's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of an associate.

Where there has been a change recognised directly in the associate's equity, the Group recognises its share of any changes and discloses this in the consolidated Statement of Changes in Equity.

Joint ventures

Joint ventures are those entities over whose activities the Consolidated Entity has joint control, which is established by contractual agreement.

Jointly controlled entities

Investments in jointly controlled entities, including incorporated partnerships, are accounted for using the equity method. Investments in joint venture entities are carried at the lower of the equity accounted amount and the recoverable amount.

The general purpose financial report of the Consolidated Entity includes the share of the Consolidated Entity's total recognised profits and losses of joint ventures on an equity accounted basis, from the date joint control commenced until the date joint control ceases. Other movements in reserves are recognised directly in consolidated reserves.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

15

For the year ended 31 December 2010

3 Significant accounting policies continued

a Principles of consolidation continued

Jointly controlled operations and assets

The interest of the Consolidated Entity in unincorporated joint ventures and jointly controlled assets are brought to account in the financial report by recognising the assets it controls and the liabilities that it incurs, and the expenses it incurs and its share of income that it earns from the sale of goods or services by the joint venture.

Transactions eliminated on consolidation

Intra-group balances, and any unrealised gains and losses or income and expenses arising from intra-group transactions, are eliminated in preparing the financial reports of the Group.

b Foreign currency

Functional and presentation currency

Items included in the financial statements of each of the entities of the Group are measured using their functional currency, being the currency of the primary economic environment in which the entity operates. This financial report is presented in Australian dollars, which is the presentation currency and functional currency of the Group.

Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency using the relevant exchange rates prevailing at the date of the transaction. At the end of each reporting period monetary items denominated in foreign currencies are translated into the functional currency using the relevant exchange rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined.

Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation at year end of monetary items denominated in foreign currencies, are recognised in the Statement of Comprehensive Income in the period in which they arise.

Translation of foreign operations

The results and financial position of all foreign operations in the Group that have a functional currency that is different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each Statement of Financial Position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each Statement of Comprehensive Income are translated at an average rate for the period that approximates the rates at the dates of the transactions; and
- all resulting exchange differences are recognised as a separate component of equity.

Net investment in foreign operations

On consolidation, exchange differences arising from the translation of the net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments, are taken to shareholders' equity. When a foreign operation is sold, such exchange differences are recognised in the Statement of Comprehensive Income as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

c Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific criteria must also be met before revenue is recognised. Where amounts do not meet the recognition criteria, they are deferred and recognised in the period in which the recognition criteria are met.

Revenues are recognised at the fair value of the consideration received for the sale of goods and services, net of the amount of goods and services tax, rebates and discounts. Exchange of goods or services of the same nature and value without any cash consideration are not recognised as revenues.

Revenue is recognised for the major business activities as follows:

Construction contracts

For fixed price contracts, construction contract revenues and expenses are recognised on an individual contract basis using the percentage of completion method. Once the outcome of a construction contract can be estimated reliably, contract revenues and expenses are recognised in the Statement of Comprehensive Income in proportion to the stage of completion of the contract. The stage of completion is measured by reference to actual costs incurred to date as a percentage of estimated total costs for each contract.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

16

For the year ended 31 December 2010

3 Significant accounting policies continued

c Revenue recognition continued

Where the outcome of a contract cannot be reliably determined, contract costs are expensed as incurred. Where it is probable that the costs will be recovered, revenue is recognised to the extent of costs incurred. Where it is probable that a loss will arise from a construction contract the excess of total expected costs over revenue is recognised as an expense immediately.

For cost plus contracts, construction contract revenue is recognised by reference to the recoverable costs incurred during the reporting period plus the margin entitled to be charged on those recoverable costs.

For fee generating contracts, construction contract revenue is measured by the proportion that cost incurred to date compared to the estimated total cost of the contract multiplied by the expected total fee to be earned on the contract. Early completion bonuses are recognised only when construction projects are substantially complete.

Contract costs comprise:

- costs that relate directly to the contract;
- costs that are related to construction activities in general and can be allocated to the contract on a reasonable basis (such as insurance, costs of design and technical assistance);
- other costs that are specifically chargeable to a customer in accordance with the terms of a contract; and
- costs expected to be incurred under penalty clauses and rectification provisions are also included.

Project profitability is estimated at a project's inception based on the agreed contract value with the client and the budgeted total costs. Profitability is then reviewed and reassessed on a regular basis.

Unapproved variation revenue is recognised where it is probable that the revenue will be certified by the client and approved.

Claim recoveries against clients are recognised when:

- negotiations have reached an advanced stage such that it is probable that the client will accept the claim; and
- the amount can be measured reliably.

With regard to recognising claim recoveries against third parties, the key requirements that must be met are the same as those listed above for claims against clients. Where the matters are in dispute, the test of probability is normally supported by a legal opinion and/or independent expert's opinion.

Costs are recognised on a commitment basis for trade costs, and a forecast basis for other costs. Unapproved variations from subcontractors are recognised where it is probable that the Group will be liable to incur the costs.

Development projects

Revenue from the sale of development projects is recognised in the Statement of Comprehensive Income only when each of the following conditions has been satisfied:

- the transfer of the significant risks and rewards of ownership from the group to the buyer;
- that there is no continuing managerial involvement by the group to the degree usually associated with ownership, nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that economic benefits associated with the transaction will flow to the Group; and
- the costs incurred and to be incurred in respect of the transaction can be reliably measured.

The conditions are generally satisfied with the entering into of an unconditional contract which transfers legal title in addition to construction being substantially complete.

Sale of interests in developments

The proceeds received in respect of the sale of an economic interest in a development project by way of a development sale agreement with a co-investor are recognised as revenue once all of the above conditions have been satisfied, based on the specific terms and conditions of each agreement.

The transfer of the significant risks and rewards of ownership to the co-investor, and the satisfaction of a number of the other conditions detailed above, typically occurs upon the establishment of the agreement. However, the condition that there be no continuing managerial involvement by the Group to the degree usually associated with ownership, and no effective control over the goods sold, is generally not satisfied until practical completion is achieved, effectively deferring the recognition of the sale proceeds until such time. Any sales proceeds received before practical completion are recognised as deferred income.

Upon practical completion, the Group continues to account for any residual interest in the development project in accordance with the Group's revenue and profit recognition policies.

Equity accounted development projects

Development projects carried out by associates are accounted for using equity accounting principles. The share of associates' profits recognised reflects only the share attributable to the Group under the co-investor agreements.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

17

For the year ended 31 December 2010

3 Significant accounting policies continued

c Revenue recognition continued

Controlled development projects

Development projects carried out in controlled entities are consolidated in accordance with the principles of consolidation as a majority of the risks and benefits associated with the developments are retained by the Group. Development profits recognised reflects only the share attributable to the Group under the development agreements.

Property rental revenue

Rental income from investment property earned under an operating lease is recognised in the Statement of Comprehensive Income on a straight-line basis over the term of the lease.

In accordance with Interpretation 115 *Operating Leases – Incentives*, lease incentives granted are recognised by the Group as an integral part of the total rental income and are amortised on a straight-line basis and deducted from rental income over the term of the lease.

Contingent rents are recorded as income by the Group in the periods in which they are earned.

Fees from funds management

Revenues from the rendering of property funds management, property advisory and facilities management services are recognised upon the delivery of the service to the customer or where there is a signed unconditional contract for sale or purchase of assets.

The periodic funds and facilities management fees are received for management services provided for income producing assets either owned by third parties or the Trust. These fees are recognised as revenues as the management services are provided, and the Group controls the right to be compensated for the services provided. Any fees earned on asset sales or property advisory services are recognised when the Group controls the right to receive the fee.

Interest revenue

Interest revenue is recognised as it accrues, taking into account the effective yield on the financial asset.

Dividends and distributions

Income from dividends and distributions is recognised when the right of the Group to receive payment is established.

Dividends and distributions received from associates, where the equity method of accounting is used, reduce the carrying amount of the investment of the Group in that associate and are not recognised as revenue.

d Expenses

Expenses including rates, taxes and other property outgoings are brought to account on an accruals basis, and any related payables are carried at amortised cost.

Finance costs

Finance costs are recognised as expensed using the effective interest method. Financing costs are recognised as expenses in the period in which they are incurred, except where they are included in the costs of inventories or investment properties under development. Where borrowings are specific to particular inventory assets or investment properties under development, the rate at which borrowing costs are capitalised is determined by reference to the actual borrowing costs incurred.

Financing costs include:

- interest on bank overdrafts and short-term and long-term borrowings, including amounts paid or received on interest rate swaps;
- amortisation of discounts or premiums relating to borrowings;
- amortisation of ancillary costs incurred in connection with the arrangement of borrowings;
- finance lease charges; and
- certain exchange differences arising from foreign currency borrowings.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

18

For the year ended 31 December 2010

3 Significant accounting policies continued

e Income tax

The Company and the Trust and all wholly-owned Australian controlled entities are members of Brookfield Holdco (Australia) Pty Ltd (Holdco Australia) income tax consolidated group.

Upon entry to the Holdco Australia tax consolidated group, the wholly-owned Australian entities of Brookfield Australia Investments Group entered into a tax sharing agreement which, in the opinion of the directors, limits the joint and several liability of the wholly owned entities in the case of default by Holdco Australia head company.

The tax sharing agreement also contains tax funding provisions. Pursuant to the tax funding provisions, the wholly-owned tax paying Australian entities within the Brookfield Australia Investments Group fully compensate the Holdco Australia head company for any current tax payable assumed. The Holdco Australia head company is not required to compensate wholly-owned Australian entities for any current tax receivable and deferred tax assets relating to unused tax losses or unused tax credits that are transferred to the Holdco Australia head company under the tax consolidation legislation.

The amounts payable under the tax funding provisions are due upon receipt of the tax funding advice from the head entity which is issued as soon as practicable after the end of each financial year. The head entity may also require payment of interim funding amounts to assist with its obligations to pay income tax instalments.

The non-Australian operations and non-wholly owned controlled entities of the Group are subject to tax on their taxable earnings based on local tax law.

Trust income tax – Brookfield Australia Property Trust

Under current income tax legislation, the Trust and its controlled entities are not liable for Australian income tax provided that the taxable income is fully distributed to unitholders each year, and any taxable capital gain derived from the sale of an asset acquired after 19 September 1985 is fully distributed to unitholders.

The Trust fully distributes its taxable income each year, calculated in accordance with the Trust Constitution and applicable legislation, to unitholders who are presently entitled to income under the Constitution. Realised capital losses and tax losses are not distributed to unitholders but are carried forward in the Trust to be offset against any future realised capital gains and taxable income of the Trust subject to Australian income tax legislation.

Tax allowances for building and plant and equipment depreciation may be distributed to unitholders in the form of a tax deferred component of distributions.

The New Zealand operations of the Trust are subject to New Zealand tax on their taxable earnings.

Company income tax – Brookfield Australia Investments Limited

Income tax in the Statement of Comprehensive Income for the periods represented comprises current and deferred tax. Income tax is recognised in the Statement of Comprehensive Income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the date of the Statement of Financial Position, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the reporting date.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

The Group comprises taxable and non-taxable entities. A liability for current and deferred taxation and tax expense is only recognised in respect of taxable entities that are subject to income and potential capital gains tax.

Tax consolidation

The Company is a member of Brookfield Holdco (Australia) Pty Ltd (Holdco Australia) income tax consolidated group and its wholly-owned Australian resident subsidiaries have formed a tax consolidated group with effect from 20 December 2007. Holdco Australia is the head entity of the tax consolidated group. Members of the tax consolidated group have entered into a tax sharing arrangement in order to allocate income tax expense to the wholly owned subsidiaries on a reasonable basis. In addition

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

19

For the year ended 31 December 2010

3 Significant accounting policies continued

e Income tax continued

the agreement provides for the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations. At the reporting date, the possibility of default is remote. The existence of a tax funding arrangement requires the entities in the tax consolidated group to be recognised as payable any amounts called by the head entity, if a formal tax funding advice has not been received by the company all tax sharing movements will flow through the tax consolidation reserve to the point they are settled via cash or other means.

f Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the Australian Tax Office (ATO). In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the Statement of Financial Position.

Cash flows are included in the Statement of Cash Flows on a gross basis. The GST components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the ATO are classified as operating cash flows.

g Derivative financial instruments and hedging

Derivative financial instruments

The Group uses derivative financial instruments to hedge its exposure to foreign exchange and interest rate risks arising from operational, financing and investing activities. In accordance with its treasury policy, which documents policies and limits approved by the Board of Directors in respect of the use of derivative financial instruments to hedge cash flows subject to interest rate and currency risks of the relevant entity, the Group does not hold or issue derivative financial instruments for trading purposes. However, derivatives that do not qualify for hedge accounting are accounted for as financial assets at fair value through the Statement of Comprehensive Income.

Embedded derivatives are derivative instruments that are embedded in another contract, they will be recognised as a financial asset or liability at fair value through the profit and loss unless the embedded derivative does not significantly modify the cashflow that otherwise would be required by the contract.

Derivative financial instruments are initially recognised at fair value and are subsequently remeasured on a fair value basis. The gain or loss on re-measurement to fair value is recognised immediately in the Statement of Comprehensive Income. However, where derivatives qualify for hedge accounting, recognition of any resultant gain or loss depends on the nature of the item being hedged. Hedges of interest rate risk on the Group's debt are accounted for as cash flow hedges. The fair value of interest rate swaps is the estimated amount that the Group would receive or pay to terminate the swap at the Statement of Financial Position date, taking into account current interest rates and the current creditworthiness of the swap counterparties. The fair value of forward exchange contracts is their quoted market price at the Statement of Financial Position date, being the present value of the quoted forward price.

Hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Group enters into hedges of actual and highly probable forecast transactions (cash flow hedges). The Group documents at inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking hedge transactions. The Group also documents its assessment, both at the inception of the hedge and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in cash flows of the hedged items.

The effective portion of changes in fair value of cash flow hedges is recognised directly in equity. Movements in the hedging reserve are shown in the Statement of Changes in Equity. The gain or loss relating to any ineffective portion is recognised immediately in the Statement of Comprehensive Income.

Amounts deferred in equity are recycled to the Statement of Comprehensive Income in the periods when the hedged item will affect profit or loss (for instance when the forecast sale that is hedged takes place). However, when the forecast transaction that is hedged results in the recognition of a non-financial asset or a liability, the gains or losses previously deferred in equity are transferred from equity and included in the initial measurement of the cost of the asset or liability.

When a hedging instrument expires or is sold, terminated or exercised, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the Statement of Comprehensive Income. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to the Statement of Comprehensive Income.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

20

For the year ended 31 December 2010

3 Significant accounting policies continued

g Derivative financial instruments and hedging continued

Derivatives that do not qualify for hedge accounting

Certain derivative instruments do not qualify for hedge accounting. Changes in the fair value of any derivative instruments that do not qualify for hedge accounting are recognised immediately in the Statement of Comprehensive Income.

h Cash and cash equivalents

For purposes of the Statement of Cash Flows, cash includes cash balances, deposits at call with financial institutions and other highly liquid investments, with short periods to maturity, which are readily convertible to cash on hand and are subject to an insignificant risk of changes in value, net of outstanding bank overdrafts.

i Trade and other receivables

Trade debtors and other receivables are stated at their amortised cost less any identified impairment losses. Impairment charges are brought to account as described note 8.

Non-current receivables are measured at amortised cost using the effective interest rate method.

j Inventories

Development projects

Development projects are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. Where it is likely the project will be exited prior to completion, fair value is used to determine net realisable value. Cost includes direct materials, direct labour, borrowing costs, other direct variable costs and allocated overheads necessary to bring inventories to their present location and condition.

Costs incurred in the initial phase of development projects are capitalised and are expensed against the associated sales on the same basis as the recognition of sales and profit for development projects, while marketing costs incurred subsequent to the commencement of the development of the project are expensed as incurred. When a development project is completed, subsequent borrowing costs and other holding charges are expensed as incurred.

Construction work in progress on construction contracts is stated at cost plus profit recognised to date calculated in accordance with the percentage of completion method, including retentions payable and receivable, less a provision for foreseeable losses and progress payments received to date.

A contract is not considered complete until the defects liability period has expired and monies withheld have been received. Any expected losses on a contract are recognised immediately in the period the loss becomes foreseeable. That is, when it becomes probable that total contract costs will exceed total contract revenues.

Cost includes all variable and fixed costs directly related to specific construction contracts, those costs related to contract activity in general which can be allocated to specific contracts on a reasonable basis and other costs specifically chargeable under the contract. Costs expected to be incurred under penalty clauses and rectification provisions, and borrowing costs where contracts are classified as qualifying assets are also included.

Contract work in progress

The gross amount due from customers for contract work for all contracts in progress for which costs incurred plus recognised profits (less recognised losses) exceed progress billings, are generally presented as an asset. Progress billings not yet paid by customers and retention are included within the trade and other receivables balance.

The gross amount due to customers for contract work for all contracts in progress for which progress billings exceed costs incurred plus recognised profits (less recognised losses), are generally presented as a liability.

Land held for resale

Land held for resale is stated at the lower of cost and net realisable value. Cost includes the cost of acquisition, and development and borrowing costs during development.

k Acquisitions of assets

Items of property, plant and equipment, including leasehold improvements, are initially recorded at cost, being the fair value of the consideration provided plus incidental costs directly attributable to the acquisition and, where relevant, the initial estimate of the costs of dismantling and removing the items and restoring the site on which they are located. After initial recognition property, plant and equipment is stated at cost less accumulated depreciation and any impairment losses, if applicable.

The cost of self-constructed assets includes the cost of materials, direct labour, the initial estimate, where relevant, of the costs of dismantling and removing the items and restoring the site on which they are located, and an appropriate proportion of production overheads.

Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate individual items of property, plant and equipment.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

21

For the year ended 31 December 2010

3 Significant accounting policies continued

k Acquisitions of assets continued

Subsequent costs are included in the carrying amount of the asset or are recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with these costs will flow to the Group and the amount of these costs can be measured reliably. All repairs and maintenance are charged to the Statement of Comprehensive Income during the period in which they are incurred.

l Depreciation of property, plant and equipment

Depreciation is charged to the Statement of Comprehensive Income on a straight-line basis over the estimated useful life of each part of an item of property, plant and equipment, taking into account estimated residual values. Freehold land is not depreciated.

The cost of leasehold improvements is amortised over the shorter of either the unexpired period of the lease or the estimated useful life of the improvement to the Group.

Assets are depreciated or amortised from the date of acquisition or, in respect of internally constructed assets, from the time that an asset is completed and held ready for use.

The residual values and useful lives of the assets are reviewed, and the depreciation and amortisation rates and methods adjusted if appropriate, on an annual basis. When these changes are made the adjustments are reflected prospectively in current and future periods only.

The depreciation rates used for each class of asset (in both the current year and prior period) are as follows:

Asset class	Rate	Method
Buildings	2.5 – 4 %	Straight-line
Plant and equipment	6 – 33 %	Straight-line
Leasehold improvements	10 – 33 %	Straight-line

m Investments and other financial assets

Financial instruments held by the Group classified as being available for sale are stated at fair value, with any resultant gain or loss recognised directly in equity, except for impairment losses and, in the case of monetary items, foreign exchange gains and losses. Where these investments are derecognised, the cumulative gain or loss previously recognised directly in equity is recognised in the Statement of Comprehensive Income. Where these investments are interest bearing, interest calculated using the effective interest method is recognised in the Statement of Comprehensive Income.

The fair value of exchange traded financial instruments is their quoted bid price at the reporting date.

Other investments are carried at the lower of cost and estimated recoverable amount.

Purchases and sales of financial assets that require delivery of assets are recognised on the trade date.

n Property Financial Asset

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 of, and the funds from operations generated from, the underlying properties that are subject to the total return swap and option. Refer for note 31 for further information.

o Leased assets

Lease payments made under operating leases are recognised as an expense in the Statement of Comprehensive Income on a straight-line basis over the term of the lease.

In accordance with Interpretation 115 *Operating Leases – Incentives* lease incentives received are recognised in the Statement of Comprehensive Income on a straight-line basis as they are an integral part of the total lease expense over the lease term.

p Sale of non-current assets

Non-current assets held for sale at reporting date

Non-current assets that are expected to be recovered primarily through sale rather than through continuing use are classified as held for sale if the assets meet the requirements of AASB 5 *Non-current Assets Held for Sale and Discontinued Operations*. The assets are measured at the lower of their carrying amount and fair value less costs to sell, except for investment property which is measured at fair value.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

22

For the year ended 31 December 2010

3 Significant accounting policies continued

p Sale of non-current assets continued

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell if applicable. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain not previously recognised by the date of the sale of the non-current asset is recognised at the date of derecognition.

Non-current assets classified as held for sale are presented separately from the other current assets in the Statement of Financial Position.

In the course of its ordinary activities, other transactions (including the sale of non-current assets such as investments and operating assets) may be undertaken that are incidental to the main revenue generating activities of the Group.

The results of such transactions are presented by netting the sale proceeds on disposal less selling costs and the carrying value of the asset at the date control of the asset passes to the buyer.

q Investment property

Investment property is property held to earn long-term rental yields and/or for capital appreciation.

Land and buildings are considered to have the function of an investment and are therefore regarded as a composite asset, the overall value of which is influenced by many factors, the most prominent being income yield, rather than diminution in the value of the building component due to the passing of time. Accordingly, the buildings and all components thereof, including integral plant and equipment, are not depreciated.

Investment properties acquired are initially recorded at their cost of acquisition, being the fair value of the consideration provided plus incidental costs directly attributable to the acquisition. Investment properties are subsequently carried at fair value based on the principles outlined below.

The costs of assets constructed/redeveloped internally include the costs of materials, direct labour, directly attributable overheads, financing costs and other incidental costs.

Where the contracts of purchase include a deferred payment arrangement, amounts payable are recorded at their present value, discounted at the rate applicable to the Group if a similar borrowing were obtained from an independent financier under comparable terms and conditions.

Valuations

Investment properties are stated at their fair value at the Statement of Financial Position date.

The investment properties of the Group are internally valued at every reporting date and independently valued every three years or whenever it is believed that the fair value of a property differs significantly from its carrying value, based on a material change to the assumptions and market conditions underlying the valuation. These valuations are considered by the Directors when determining fair value.

The fair value of investment property is the price at which the property could be exchanged between knowledgeable, willing parties in an arm's length transaction, and is determined:

- without any deduction for transaction costs the entity may incur on sale or other disposal;
- reflecting market conditions at the reporting date;
- reflecting rental income from current leases and reasonable and supportable assumptions that represent what knowledgeable, willing parties would assume about rental income from future leases in the light of current conditions. It also reflects, on a similar basis, any cash outflows that could be expected in respect of the property;
- assuming simultaneous exchange and completion of the contract for sale without any variation in price that might be made in an arm's length transaction between knowledgeable, willing parties if exchange and completion are not simultaneous;
- ensuring that there is no double counting of assets or liabilities that are recognised as separate assets or liabilities; and
- without inclusion of uncommitted future capital expenditure that will improve or enhance the property. The valuation does not reflect the related future benefits from this future expenditure.

Investment properties are derecognised when they have either been disposed of or when the investment property is permanently withdrawn from use and no future benefit is expected from its disposal.

Any gains or losses arising from a change in the fair value of investment property are recognised in the Statement of Comprehensive Income in the period in which they arise.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

23

For the year ended 31 December 2010

3 Significant accounting policies *continued*

r Intangible assets and goodwill

Intangible assets acquired separately are recorded at cost less accumulated amortisation and impairment. Amortisation is charged on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method is reviewed at the end of each annual reporting period, with any changes in these accounting estimates accounted for on a prospective basis.

Goodwill

All business combinations are accounted for by applying the acquisition method. In respect of business acquisitions that have occurred since 1 July 2004, goodwill represents the difference between the cost of the acquisition and the fair value of the net identifiable assets acquired. In respect of acquisitions prior to this date, goodwill is included on the basis of its deemed cost.

Goodwill is stated at cost less any accumulated impairment losses. Goodwill is allocated to cash-generating units and is not amortised but is tested annually for impairment. In respect of associates, the carrying amount of goodwill is included in the carrying amount of the investment in the associate.

A discount arising on an acquisition is recognised immediately in the Statement of Comprehensive Income.

Impairment of goodwill and intangibles with indefinite useful life

The Group determines whether goodwill and intangibles with indefinite useful lives are impaired at least on an annual basis. This requires an estimation of the recoverable amount of the cash-generating units to which the goodwill and intangibles with indefinite useful lives are allocated.

s Impairment

If any indication of impairment exists, the carrying amounts of the applicable assets of the Group, other than investment property, inventories, construction contracts and deferred tax assets are reviewed and the asset's recoverable amount is estimated.

For determining impairment of goodwill, intangible assets that have an indefinite useful life and intangible assets that are not yet available for use, the recoverable amount is reviewed at least annually.

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the Statement of Comprehensive Income.

When a decline in the fair value of an available for sale financial asset has been recognised directly in equity and there is objective evidence that the asset is impaired, the cumulative loss that had been recognised in equity is recognised in the Statement of Comprehensive Income. The amount of the cumulative loss that is recognised in the Statement of Comprehensive Income is the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognised in the Statement of Comprehensive Income.

Calculation of recoverable amount

The recoverable amount of loans and receivables carried at amortised cost is calculated as the present value of the estimated future cash flows, discounted at the original effective interest rate (being the effective interest rate computed at initial recognition of these financial assets). Receivables with a short duration are not discounted.

Impairment of receivables is not recognised until objective evidence is available that an impairment event has occurred. Significant receivables are individually assessed for impairment. Receivables that are not assessed as impaired or are not significant are placed into portfolios of assets with similar risk profiles and a collective assessment of impairment is performed.

Calculation of recoverable amount

The recoverable amount of other assets is the greater of their fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Reversals of impairment

An impairment loss in respect of loans and receivables is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised.

An impairment loss in respect of an investment in an equity instrument classified as available for sale is reversed through the Statement of Changes in Equity. If the fair value of a debt instrument classified as available for sale increases and the increase can be related to an event occurring after the impairment loss was recognised in the Statement of Comprehensive Income, the impairment loss shall be reversed, with the amount of the reversal recognised in the Statement of Comprehensive Income.

An impairment loss in respect of goodwill is not reversed.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

24

For the year ended 31 December 2010

3 Significant accounting policies continued

s Impairment continued

In respect of other assets, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the carrying amount of the asset does not exceed the carrying amount that would have been determined, net of depreciation and amortisation, if no impairment loss had been recognised.

t Trade and other payables

Payables are stated at amortised cost and represent liabilities for goods and services provided to the Group prior to the end of the financial period and which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

u Interest bearing liabilities

Interest bearing liabilities are recognised initially at fair value less any attributable transaction costs. Subsequent to initial recognition, interest bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in the Statement of Comprehensive Income over the period of the borrowings on an effective interest basis.

v Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

w Dividends and distributions

The Trust seeks to fully distribute its taxable income to its unitholders. Distributions may also include capital gains arising from the disposal of investments and tax deferred income. Unrealised gains and losses on investments that are recognised as income (for example, fair value adjustments relating to investment properties) are usually retained and are generally not assessable or distributed until realised. Capital losses are not distributed to unitholders but are retained to be offset against any future realised capital gains.

A liability is recognised for the amount of any dividend or distribution declared by the Directors of the Company and the Directors of Brookfield Funds Management Limited as the Responsible Entity of the Trust on or before the end of the reporting period but not distributed or paid at the reporting date.

x Employee benefits

Wages, salaries and annual leave

Liabilities for employee benefits for wages, salaries, including non-monetary benefits and annual leave expected to be settled within 12 months of the reporting date are recognised as current provisions in respect of employees' services provided up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

Long-term service benefits

The net obligation of the Group in respect of long-term service benefits other than superannuation is the amount of future benefit that employees have earned in return for their service in current and prior periods.

The obligation for long-term service benefits expected to be settled within 12 months of the reporting date is recognised in the current provision for employee benefits and is measured in accordance with the paragraph above. The obligation for long-term service benefits expected to be settled more than 12 months from the reporting date is recognised in the non-current provision for employee benefits and is measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date.

Consideration is given to anticipated future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Post-employment benefits

Obligations for contributions to accumulation superannuation plans are recognised as an expense in the Statement of Comprehensive Income as incurred.

Employee benefit on-costs

Employee benefit on-costs, including payroll tax, are recognised and included in employee benefit liabilities and costs when the employee benefits to which they relate are recognised as liabilities.

y Contributed equity

Stapled securities and preference shares are classified as equity. Incremental costs directly attributable to the issue of new stapled securities are shown in equity as a deduction, net of tax, from the proceeds.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

25

For the year ended 31 December 2010

3 Significant accounting policies *continued*

y Contributed equity

Other instruments that were classified as equity instruments in accordance with AASB 132 *Financial Instruments: Disclosure and Presentation* are disclosed as other equity securities within contributed equity.

Minority interest represents the portion of profit or loss and net assets in entities not wholly owned by the Group and are presented separately in the Statement of Comprehensive Income and within equity in the Statement of Financial Position.

z New standards and interpretations not yet adopted

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 31 December 2010 but have not been applied preparing these financial statements:

AASB 9 *Financial Instruments* is effective from annual periods beginning on or after 1 January 2013 introduces new requirements for classifying and measuring financial assets, as follows, debt instruments meeting both a business model test and a cash flow characteristics test are measured at amortised cost and investments in equity instruments can be designated as fair value through other comprehensive income with only dividends being recognised in the Statement of Comprehensive Income. The Group has not yet decided when to adopt AASB 9 or determined the consequential impact of the amendment.

IAS 24 *Related Party Disclosures* modifies the definition of a related party and simplifies some disclosures for government related entities. As the Group is not a government related entity these disclosure are not expected to have an impact and therefore the Group have not opted for early adoption. The changes may however effect counterparties of the Group which previously did not fall within the scope of a related party. The Group has not yet decided when to adopt the IAS 24 changes or determined the consequential impact of the amendment.

IAS 32 *Classification of Rights Issues* address the classification of certain rights issues denominated in a foreign currency as either an equity instrument or as a financial liability. To date, the Group has not entered into any arrangements that would fall within the scope of the amendments. However, if the Group does enter into any rights issues within the scope of the amendments in future accounting periods, the amendments to IAS 32 will have an impact on the classification of those rights issues.

IFRIC 19 *Extinguishing Financial Liabilities with Equity Instruments* provides guidance regarding the accounting for the extinguishment of a financial liability by the issue of equity instruments. To date, the Group has not entered into transactions of this nature. However, if the Group does enter into any such transactions in the future, IFRIC 19 will affect the required accounting. In particular, under IFRIC 19, equity instruments issued under such arrangements will be measured at their fair value, and any difference between the carrying amount of the financial liability extinguished and the fair value of equity instruments issued will be recognised in profit or loss.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

26

For the year ended 31 December 2010

4 Parent entity disclosures

	Parent	
	As at 31 Dec 2010 \$m	As at 31 Dec 2009 \$m
Assets		
Current assets	2,235.7	2,502.6
Non-current assets	1,512.4	1,484.7
Total assets	3,748.1	3,537.3
Liabilities		
Current liabilities	1,591.3	1,255.3
Non-current liabilities	6.2	6.9
Total liabilities	1,597.5	1,262.2
Equity		
Contributed Equity	2,989.0	2,989.0
Reserves	(75.4)	73.8
Undistributed profits/(losses)	(763.0)	640.1
Total Equity	2,150.6	2,275.1
	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Net loss for the year	(122.7)	(23.8)
Other Comprehensive profit/(loss) for the year	(1.6)	–
Total Comprehensive income for the year	(124.3)	(23.8)
Guarantees entered into by the parent entity		
	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Guarantees	–	–
Contingent liabilities of the parent entity		
	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Contingent liabilities	–	–
5 Revenues and expenses		
Continuing operations		
	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Revenues		
Revenue from the sale of development properties	165.3	231.3
Construction revenue	1,796.9	1,014.1
Property rental revenue	506.2	543.6
Property funds management revenue	14.5	12.6
Property finance income	15.3	–
Interest revenue – loans and receivables	12.8	9.5
Total revenues	2,511.0	1,811.1
Other income		
Gain on acquisition	33.1	–
Profit/(loss) on sale of non-current assets	–	(9.2)
Other income	10.6	12.3
Total other income	43.7	3.1
Costs of operations		
Subcontractor and consumable costs	1,682.7	1,053.4
Movement in development property inventories	185.4	193.9
Rental property rates, taxes and other property outgoings	168.1	141.1
Total cost of operations	2,036.2	1,388.4

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

27

For the year ended 31 December 2010

5 Revenue and expenses continued

Finance costs		
Interest and finance charges	185.4	123.6
Amortisation of borrowing costs	24.2	10.0
Line Fees	8.7	6.1
Total finance costs	218.3	139.7
Other expenses		
Employee expenses	86.0	78.7
Depreciation and amortisation expenses	25.8	17.3
Unrealised foreign exchange (gains)/losses	0.7	3.7
Realised foreign exchange (gains)/losses	0.7	(5.0)
Tender costs expensed	5.7	14.7
Derivative decrement	1.2	0.6
Legal and consultancy fees ¹	79.1	59.9
Other impairments	34	129.9
Other expenses	31.6	5.0
Total other expenses	262.2	304.8

For further information relating to impairments on residential inventory see note 10.

¹Includes net settlement of class action.

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
6 Income tax		
Income tax (expense)/benefit		
Current income tax		
Current income tax benefit/(expense)	11.2	25.8
Adjustments in respect of current income tax of previous years	24.0	-
Deferred income tax		
Relating to origination and reversal of temporary differences and tax losses	(73.8)	9.2
Income tax benefit/(expense)	(38.6)	35.0
Numerical reconciliation of income tax expense to prima facie tax payable		
Accounting profit/(loss) before income tax from continuing operations	135.9	(356.4)
Prima facie income tax benefit/(expense) on loss using the domestic corporation tax rate of 30% (2009: 30%)	(40.8)	106.9
Tax effect of amounts which are not (deductible)/assessable in calculating taxable income:		
Effect of tax rates in foreign jurisdiction	4.7	-
Non-deductible expenses	-	-
Non-taxable income	-	-
Non-taxable Trust profit and consolidation adjustments	47.5	(81.1)
Additional assessable income	(1.8)	-
Reversal of temporary differences	2.5	-
Write off of previously recognized deferred tax assets	(50.7)	9.2
Income tax benefit/(expense)	(38.6)	35.0

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

28

For the year ended 31 December 2010

6 Income tax continued

	Assets		Liabilities		Net	
	31 Dec 2010 \$m	31 Dec 2009 \$m	31 Dec 2010 \$m	31 Dec 2009 \$m	31 Dec 2010 \$m	31 Dec 2009 \$m
Deferred tax assets and liabilities						
Consolidated						
Investment property and inventory	57.4	141.0	(73.5)	(59.4)	(16.1)	81.6
Investments	12.5	–	(50.1)	–	(37.6)	–
Equity accounted investments	10.5	–	(2.1)	–	8.4	–
Provisions	72.2	34.3	–	–	72.2	34.3
Other liabilities	0.5	–	(0.3)	–	0.2	–
Other reserves	–	0.3	–	–	–	0.3
Net tax assets/(liabilities)	153.1	175.6	(126.0)	(59.4)	27.1	116.2

7 Dividends and distributions

Dividends from the Company

There were no dividends paid or declared during the year ended 31 December 2010 (year ended 31 December 2009: nil).

Distributions from the Trust

During the year ended 31 December 2010, a distribution of \$5.3 million in total was paid or payable to unitholders of the Trust (year ended 31 December 2009: \$1.4 million).

	31 Dec 2010 \$m	31 Dec 2009 \$m
8 Trade and other receivables		
Current		
Trade receivables	160.8	209.2
Less: Allowance for doubtful debts	(6.6)	(7.0)
	154.2	202.2
Amounts due from related parties	–	437.5
Retentions receivable	8.8	20.6
Accrued income	203.9	119.2
Other	21.0	33.6
Total current trade and other receivables	387.9	813.1
Non-current		
Amounts due from related parties	178.8	–
Accrued income	12.5	78.7
Other	38.5	8.0
Total non-current trade and other receivables	229.8	86.7
Total trade and other receivables	617.7	899.8
Movement in allowance for the impairment of receivables		
Balance at beginning of the period	(7.0)	(1.0)
Impairment recognised during the period	–	(6.1)
Receivables written off during the period as uncollectable	0.4	0.1
Unused amounts reversed	–	–
Balance at the end of the period	(6.6)	(7.0)

The creation and release of the allowance for impaired receivables has been included in the other expenses line in the Statement of Comprehensive Income.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

29

For the year ended 31 December 2010

9 Derivative financial instruments

	31 Dec 2010 \$m	31 Dec 2009 \$m
Current assets		
Interest rate swap contracts	–	2.6
Total current derivative assets	–	2.6
Non-current assets		
Interest rate swap contracts	6.7	0.4
Total non-current derivative assets	6.7	0.4
Total derivative assets	6.7	3.0
Current liabilities		
Interest rate swap contracts	4.5	2.4
Total current derivative liabilities	4.5	2.4
Non-current liabilities		
Interest rate swap contracts	–	13.3
Total non-current derivative liabilities	–	13.3
Total derivative liabilities	4.5	15.7

Refer to note 33 for further information regarding derivative financial instruments.

	31 Dec 2010 \$m	31 Dec 2009 \$m
10 Inventories		
Development projects under construction	484.8	550.9
Development projects completed	49.1	87.0
Total development projects	533.9	637.9
Contract work in progress – amounts due from customers	25.2	27.9
Total inventories	559.1	665.8
Aggregate carrying amount of inventories:		
Current	136.0	224.0
Non-current	423.1	441.8
Total inventories	559.1	665.8

Inventories recognised as an expense for the year ended 31 December 2010 totalled \$185.4m (2009: \$193.9 million). In accordance with AASB 102, inventories are held at the lower of cost and net realisable value. Throughout the year, an assessment of net realisable value has occurred to determine if a write down in the value of inventories is required. This analysis is performed by comparing the future cash flows to be realised from each project to the related project's current carrying value. Future cash flows were assessed based on estimated sales and costs, including any holding and interest costs. During the current year, \$4.7 million (2009: \$139.9 million) write down in the value of inventory has been recorded and recognised in the Statement of Comprehensive Income as *Other expenses*.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

30

For the year ended 31 December 2010

	31 Dec 2010 \$m	31 Dec 2009 \$m
11 Other financial assets		
Current		
Investment in promissory note ¹	1,300.0	1,300.0
Non-current		
Available for sale investments	179.5	29.4
Other investments	47.5	49.8
Property financial assets²		
Macquarie Bank Building & Shelley St Car Park ³	166.6	–
ATO World Square ³	40.5	–
Bishop See ³	22.9	–
Southern Cross West Tower ³	50.6	–
City Square ³	361.1	–
Multiplex Prime Property Fund ³	145.9	–
King Street Wharf ³	43.2	–
World Square Retail ³	56.5	–
KMPG Tower ³	62.3	–
Darling Park ³	336.1	–
Bourke Place Tower ³	175.6	–
Southern Cross East Tower ³	412.5	–
Bishop See Development ³	15.2	–
Total non-current other financial assets	2,116.0	79.2
Total other financial assets	3,416.0	1,379.2

¹The promissory note is non-interest bearing and repayable on demand. It is subordinate to a \$1,300,000 syndicated facility that matures in April 2013 between Brookfield (GP) Australia Inc in its capacity as general partner of Brookfield Finance (Australia).

²For further information on property financial assets refer to note 31.

³Properties from which property finance income is determined.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

31

For the year ended 31 December 2010

	31 Dec 2010 \$m	31 Dec 2009 \$m
12 Investments accounted for using the equity method		
Investment in associates	274.1	805.1
Impairment in investments in associates	(3.5)	(10.6)
	270.6	794.6
Investment in joint venture entities	12.0	361.6
Total investments accounted for using the equity method	282.6	1,156.2

An additional loan of \$20.0m relates to the Rhodes joint venture (50% ownership), this loan is accounted for in Trade and other receivables. Refer to note 8.

Investments in associates

Investments in associates are accounted for in the consolidated financial statements using the equity method of accounting.

Details of material interests in associates are as follows:

	Principal activities	Country of incorporation	Equity ownership		Carrying value	
			31 Dec 10 %	31 Dec 09 %	31 Dec 10 \$m	31 Dec 09 \$m
Equity Accounted Investments						
R&M Investments (BVI) Limited	Investment	British Virgin Islands	50	50	252.0	306.8
Bourke Place Trust ³	Property Trust	Australia	–	43	–	169.1
Multiplex New Zealand Property Fund ²	Property Trust	Australia	–	30	–	25.8
Brookfield Australian Opportunities Fund ^{1&2}	Property Trust	Australia	–	21	–	11.1
Multiplex Prime Property Fund ³	Property Trust	Australia	–	–	–	–
Multiplex European Property Fund	Property Trust	Australia	25	20	16.6	7.8
Ernst & Young Centre	Investment	Australia	–	50	–	264.8
Other interests	Various	Various	Various	Various	2.0	9.2
Total investments in associates					270.6	794.6

The balance date of all associates, except for Bourke Place Trust, is 30 June.

¹ Brookfield Australian Opportunities Fund was previously called Multiplex Acumen Property Fund.

² Multiplex New Zealand Property Fund and Brookfield Australian Opportunities Fund are now consolidated, refer to note 28.

³ Bourke Place and Prime Property Fund are now held as a financial asset

A review of each investment accounted for using the equity method was performed at the reporting date and, due to a continued drop in value, a number of equity accounted investments were deemed to show indicators of impairment. As such, a detailed analysis was performed to determine whether these investments were impaired. This analysis included an assessment of the value in use of the equity accounted investment to ensure the current carrying value does not exceed the value in use. Value in use was determined by discounting the expected future cash flows from each equity accounted investment to present day. At the date of this report, the impairment analysis performed on the equity accounted investments at 31 December 2010 detailed that there were no factors to indicate that impairment existed.

	31 Dec 2010 \$m	31 Dec 2009 \$m
Provision for impairment related to investments in associates		
Carrying amount at beginning of period	10.6	–
Impairment recognised in relation to Multiplex New Zealand Property Fund	(7.1)	7.1
Impairment recognised in relation to Multiplex European Property Fund	–	3.5
Carrying amount at end of period	3.5	10.6

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

32

For the year ended 31 December 2010

12 Investments accounted for using the equity method continued

	Year Ended 31 Dec 10 \$m	Year ended 31 Dec 09 \$m
Share of associates' revenues and profits		
Revenues	68.9	52.8
Total share of associates' net profit after tax accounted for using the equity method	56.1	(1.0)
Share of associates' assets and liabilities		
Assets	774.9	756.7
Liabilities	(528.1)	(231.7)
Net assets	246.8	525.0

Investments in joint venture entities

Investments in the below joint venture entities are accounted for in the consolidated financial statements using the equity method of accounting.

Details of material interests in joint venture entities are as follows:

	Principal activities	Country of incorporation	Ownership interest		Carrying value	
			31 Dec 10 %	31 Dec 09 %	31 Dec 10 \$m	31 Dec 09 \$m
Investment						
Darling Park Trust ¹	Property Investment	Australia	–	50	–	328.2
Pegasus Town Limited ²	Development	New Zealand	–	50	–	26.6
Little Bay South	Development	Australia	20	50	9.9	4.2
Other interests			various	various	2.1	2.6
Total investments in joint venture entities					12.0	361.6

¹ Refer to note 31 for information regarding this asset.

² Pegasus Town was disposed of during the year

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Share of joint venture entities revenues, expenses and profit		
Revenues	–	22.9
Total share of joint venture's net profit/(loss) after tax accounted for using the equity method	(0.2)	8.0
Share of joint venture entities assets and liabilities		
Assets	61.0	460.0
Liabilities	(21.0)	(71.1)
Net assets	40.0	388.9

Commitments and contingencies

Contingent liabilities and contingent assets exist in respect of guarantees and insurance bonds issued to clients and guarantees received by the joint venture entities from its subcontractors in lieu of cash retentions on building contracts. In addition, insurance performance bonds have also been issued to some clients in support of the joint venture's performance under its bank guarantees and building contracts.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

33

For the year ended 31 December 2010

13 Investment property

Investment properties in the tables below indicate the directly owned and partially owned investments held to either earn a rental income or for capital appreciation or for both.

	31 Dec 2010 \$m	31 Dec 2009 \$m
Consolidated (directly owned)		
Fujitsu Centre, North Sydney, NSW ³	92.7	91.0
Jessie Street Centre, Parramatta, NSW	253.2	246.0
King Street Wharf Retail, Sydney, NSW ¹	–	90.0
One Shelley St, Sydney, NSW ¹	–	316.0
Sydney Water Headquarters, Parramatta, NSW	149	142.0
Pittwater Place, Sydney, NSW	59.8	62.5
Rosehill, Sydney, NSW	90.4	87.4
Luna Park Car Park, Sydney, NSW	6.6	5.5
Dee Why Town Centre, Sydney, NSW	49.0	54.1
American Express House, Sydney, NSW ^{1&4}	–	125.0
Bathurst St, Sydney, NSW	123.6	115.0
Clarence St, Sydney, NSW	28.0	30.0
Southern Cross East Tower, Melbourne, Vic ¹	–	537.5
Defence Plaza, Melbourne, Vic ¹	–	59.4
AMP Place, Brisbane, Qld	172.2	172.0
CBA Building, Brisbane, Qld	177.7	171.0
Carole Park, Brisbane, Qld	15.2	14.9
Great Western Super Centre, Keperra, Brisbane, Qld	53.0	49.0
Meeandah, Brisbane, Qld	4.2	4.0
Peachy Quarry, Brisbane, Qld ⁵	11.3	11.2
Ernst & Young Building, Perth, WA	65.0	60.0
The Foundry, Melbourne, Qld ⁶	88.3	45.0
City Square, Perth, WA ¹	–	272.0
Infrastructure House, Canberra, ACT ⁷	67.5	66.0
Deloitte Centre, Auckland, NZ	–	142.0
AIA House, NZ ²	20.6	–
ASB Centre, NZ ²	89.3	–
EDS House, NZ ²	20.6	–
Telecom House, NZ ²	30.3	–
The Hub, NZ ²	27.4	–
Conservation House, NZ ²	36.7	–
The Plaza, NZ ²	7.1	–
Mangere Distribution Centre, NZ ²	52.2	–
University Building, NZ ²	7.6	–
Uniservices House, NZ ²	13.6	–
Gen-i Tower, NZ ²	58.8	–
Valley Mega Centre (Stage1), NZ ²	16.6	–
Valley Mega Centre (Stage 2), NZ ²	15.2	–
Wholly owned investment property	1,902.7	2,968.5

* Independent valuation represents the valuation of Macquarie Bank Building and Shelley St Car Park as a combined property.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

34

For the year ended 31 December 2010

13 Investment property continued

	31 Dec 2010 \$m	31 Dec 2009 \$m
Consolidated (partial ownership)		
IAG House, Sydney, NSW (50%) ⁸	175.2	172.5
KPMG Tower, Sydney, NSW (50%) ¹	–	135.0
NAB House, Sydney, NSW (25%) ³	96.3	88.8
World Square Retail & Car Park, Sydney, NSW, (50%) ¹	–	101.0
52 Goulburn St, Sydney, NSW (50%) ¹	–	95.0
Southern Cross West Tower, Melbourne, Vic, (50%) ¹	–	111.3
ANZ Centre, Brisbane, Qld (50%)	56.2	58.1
BankWest Tower, Perth, WA (50%)	135.3	127.5
235 St Georges Terrace, Perth, WA, (50%)	–	65.0
Carillon & City Arcade, Perth, WA (50%)	54.8	57.8
Claremont Quarter - Retail, Perth, WA, (50%)	156.7	125.6
Bishops See – Stages 2/3/4, Perth, WA (50%)	4.1	26.4
Total partially owned investment property	678.6	1,164.0
Straight line receivables	–	(71.0)
Total investments in property	2,581.3	4,061.5

¹These assets are now held as property financial assets

²These assets are consolidated as part of the Multiplex New Zealand Property Fund of which BAIG has a 53% ownership interest. Last valuation in NZD is converted at the 31 December 2010 exchange rate A\$1 = NZ\$1.3171

³Formerly named 15 Blue Street

⁴Formerly named AMEX Building

⁵Formerly named Keperra Peachy Quarry

⁶Additional 50% holding in Foundry was acquired during the year

⁷Formerly named 111 Alinga Street

⁸On 27 September 2010 subsidiaries of BAM entered into a transaction whereby BPO acquired an option over these assets

Independent valuations

Property investments are investments in properties which are held either to earn rental income or for capital appreciation or both. Property investments are stated at fair value. The current year carrying value listed includes straight line receivables against each property. 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 at least every 3 years, investment properties that were externally valued were valued by Colliers and CBRE. The fair values are based on market values, being the estimated amount for which a 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.

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 property investments. The 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 capitalisation rates utilised in the 31 December 2010 valuations ranged from 6.5% to 10%. During the year 27 properties were valued externally, as at 31 December 2010 3 properties were valued externally.

Any gain or loss from a change in fair value is recognised in the Statement of Comprehensive Income. All property acquisition costs in respect of properties acquired are capitalised into the value of the property investments at the time of purchase to reflect the total acquisition cost in the Statement of Financial Position. Additions and other expenditure on property investments which are capital in nature are capitalised as incurred. Where independent valuations are undertaken prior to the reporting date,

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

35

For the year ended 31 December 2010

13 Investment property continued

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.

	2010 \$m	2009 \$m
Reconciliation of the carrying amount of investment properties is set out below:		
Opening Balance – Carrying Amount	4,061.5	2,717.9
Transfer from inventory	–	1,453.2
Capital expenditure	315.5	33.3
Acquisitions ²	469.8	184.4
Disposals	(163.7)	(64.0)
Transfers to financial assets ¹	(2,134.6)	
Gain/(Loss) from fair value adjustments to investment properties	46.5	(241.9)
Impact of foreign exchange rates	(13.7)	–
Change due to impact of straight-lining of rental income disclosed as non-current receivables	–	(21.4)
Closing Balance – Carrying Amount	2,581.3	4,061.5

¹Refer to note 31 for further information regarding these assets.

²Refer to note 28 for further information.

Leasing arrangements

Completed investment properties are leased to tenants under long-term operating leases with rentals payable monthly. Minimum lease receivables under non-cancellable operating leases of investment properties not recognised in the financial statements are receivable as follows:

	31 Dec 2010 \$m	31 Dec 2009 \$m
Within one year	327.3	426.6
Later than one year but not later than five years	1,175.9	1,517.5
Later than five years	1,100.3	1,766.7
	2,603.5	3,710.8

Annual rent receivable by the Consolidated Entity under current leases from tenants is earned from commercial, industrial, retail and car park assets. Rent reviews are generally performed based on either market rent on an annual basis or fixed percentage increase in accordance with the lease agreements.

	31 Dec 2010 \$m	31 Dec 2009 \$m
14 Property, plant and equipment		
Gross carrying value and accumulated depreciation		
At cost	76.2	70.7
Accumulated depreciation	(43.0)	(31.5)
Carrying amount at year end	33.2	39.2
Buildings	0.6	0.6
Leasehold improvements	1.7	1.2
Plant and equipment	30.9	37.4
Total property, plant and equipment	33.2	39.2

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

36

For the year ended 31 December 2010

14 Property plant and equipment continued

	Buildings \$m	Leasehold improvements \$m	Plant and equipment \$m	Total \$m
Reconciliation of carrying value				
Carrying amount at 1 January 2010	0.6	1.2	37.4	39.2
Additions	–	0.9	10.1	11.0
Disposals	–	–	(5.5)	(5.5)
Depreciation expense	–	(0.4)	(11.1)	(11.5)
Carrying amount at 31 December 2010	0.6	1.7	30.9	33.2
Carrying amount at 1 January 2009	0.6	2.8	56.4	59.8
Additions	–	–	0.4	0.4
Disposals	–	(0.7)	(8.7)	(9.4)
Depreciation expense	–	(0.9)	(10.7)	(11.6)
Carrying amount at 31 December 2009	0.6	1.2	37.4	39.2

There has been no significant change to the depreciation method employed, estimated useful life or residual value of the property, plant and equipment of the Group.

	31 Dec 2010 \$m	31 Dec 2009 \$m
15 Intangible assets and goodwill		
Cost	324.3	324.3
Accumulated impairments	(303.4)	(303.4)
Accumulated amortisation	(3.7)	(2.1)
	17.2	18.8

Movement during the year

	Goodwill \$m	Other intangible assets \$m	Total \$m
Carrying amount at 1 January 2010	12.3	6.5	18.8
Other acquisitions	–	0.5	0.5
Consideration Adjustment	(0.5)	–	(0.5)
Amortisation	–	(1.6)	(1.6)
Carrying amount at 31 December 2010	11.8	5.4	17.2

The carrying value of goodwill at 31 December 2010 is allocated to the cash generating units of funds management (\$7.1 million) and the Defence Maintenance Management Pty Ltd (DMM) component of property services management (\$5.2 million). During the year contingent consideration of \$0.5m was reversed as the factors which indicated contingent consideration would have to be paid post acquisition no longer existed and therefore this amount was adjusted against the goodwill recognised on acquisition. At 31 December 2010, an impairment analysis was performed to confirm that the recoverable value is not in excess of the carrying value of goodwill. The recoverable value of the funds management unit was determined based on future cash flows associated with the underlying business as discounted back to present day. No additional impairment was recognised as at 31 December 2010.

The carrying value of other intangible assets is allocated to individual components of the property services management business. The intangible assets relate to external customer relationships and management rights. These assets have finite useful lives and are amortised over a straight-line period ranging from 4 to 7 years. The useful lives are based on the expected lives of the underlying customer relationships and/or the contractual agreement to which the management rights are associated.

	31 Dec 2010 \$m	31 Dec 2009 \$m
16 Trade and other payables		
Current		
Trade payables	133.7	167.0
Other creditors and accruals	443.0	317.6
Amounts due to joint ventures	35.3	21.8
Total current trade and other payables	612.0	506.4
Non-current		
Other creditors and accruals	13.0	19.5
Total non-current trade and other payables	13.0	19.5
Total trade and other payables	625.0	525.9

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

37

For the year ended 31 December 2010

	31 Dec 2010 \$m	31 Dec 2009 \$m
17 Interest bearing loans and borrowings		
Carrying amounts		
Current interest bearing loans and borrowings	496.7	1,727.8
Less: deferred borrowing costs	(2.2)	(0.9)
	494.5	1,726.9
Non-current interest bearing loans and borrowings	1,917.7	1,665.0
Less: deferred borrowing costs	(13.3)	(18.7)
	1,904.4	1,646.3
Total interest bearing loans and borrowings	2,398.9	3,373.2

Summary of borrowing arrangements

All debt facilities are bilateral and are secured by relevant mortgages and charges directly relating to specific investment properties and inventories. The Group has bank loans denominated in Australian dollars and New Zealand dollars. There were no overdraft facilities in place at 31 December 2010 (2009: nil).

	31 Dec 2010 \$m	31 Dec 2009 \$m
Total financing facilities available		
Project facilities		1,160.9
Property facilities	2140.2	2,274.9
Loans from related parties	–	48.3
Brookfield Secured Bonds Series A	–	57.0
Brookfield Secured Bonds Series B	–	65.0
Multiplex New Zealand Property Fund Facility	250.7	–
Brookfield Australia Opportunities Fund Facility	38.0	–
Other	2.6	19.7
Total facilities available	2,431.5	3,625.8
Facilities utilised at reporting date		
Project facilities	–	1,069.3
Property facilities	2,123.1	2,134.1
Loans from related parties	–	48.3
Brookfield Secured Bonds Series A	–	57.0
Brookfield Secured Bonds Series B	–	65.0
Multiplex New Zealand Property Fund Facility	250.7	–
Brookfield Australia Opportunities Fund Facility	38.0	–
Other	2.6	19.7
Total facilities utilised at reporting date¹	2,414.4	3,393.4
Facilities not utilised at reporting date		
Project facilities	–	91.6
Property facility	17.1	140.8
Total facilities not utilised at reporting date	17.1	232.4

At 31 December 2010 the Group are in compliance with all of their debt covenants

¹Refer to note 31 for further information regarding these borrowings.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

38

For the year ended 31 December 2010

	31 Dec 2010 \$m	31 Dec 2009 \$m
18 Non-interest bearing loans and borrowings		
Current		
Secured		
Loans from external parties	211.1	287.7
Loans from related parties	–	13.2
	211.1	300.9
Unsecured		
Loans from other related parties	26.9	36.3
Loans from associates and joint venture entities	–	0.2
	26.9	36.5
Total non-interest bearing loans and borrowings	238.0	337.4

	31 Dec 2010 \$m	31 Dec 2009 \$m
19 Provisions		
Current		
Employee benefits	28.1	29.5
Rental guarantees	2.1	5.7
Defects and others	111.0	84.1
Total current provisions	141.2	119.3
Non-current		
Employee benefits	2.1	2.6
Rental guarantees	0.1	–
Defects and others	–	0.8
Total non-current provisions	2.2	3.4
Total provisions	143.4	122.7

Movements in provisions

Movements in each class of provision during the financial year are set out below.

	Employee benefits \$m	Rental guarantees \$m	Defects and other \$m	Total \$m
Consolidated				
Carrying amount at 1 January 2010	32.1	5.7	84.9	122.7
Additional provisions recognised	15.0	0.1	262.5	277.6
Provisions utilised	(16.9)	(3.6)	(236.4)	(256.9)
Carrying amount at 31 December 2010	30.2	2.2	111.0	143.4

	31 Dec 2010 \$m	31 Dec 2009 \$m
20 Contract work in progress		
Contract costs incurred to date	4,876.9	7,122.0
Profit recognised to date (less recognised losses)	378.8	513.9
	5,255.7	7,635.9
<i>Less: Progress billings</i>	(5,508.9)	(7,904.9)
Net contract work in progress	(253.2)	(269.0)
Net contract work in progress comprises:		
Amounts due to customers – contract work in progress	(278.5)	(296.9)
Amounts due from customers – inventories	25.3	27.9
	(253.2)	(269.0)
Advances on construction projects in progress included in trade creditors	(85.9)	(107.2)
Retentions on construction projects in progress included in progress billings	196.1	78.7

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

39

For the year ended 31 December 2010

21 Employee benefits

Employee benefits and related on-costs liabilities are included in the following Statement of Financial Position line items.

	31 Dec 2010 \$m	31 Dec 2009 \$m
Employee benefit and related on-costs liabilities		
Included in payables	35.4	33.3
Provision for employee benefits – current	28.1	29.5
Provision for employment benefits – non-current	2.1	2.6
Total employee benefits	65.6	65.4

Brookfield Australia Investments Group Employees' Superannuation Fund

The Group contributes to defined contributions superannuation funds in Australia and other regions in which it operates. There are no defined benefit plans. All employees are entitled to benefits on retirement, temporary disability, permanent disability or death.

Employees

At 31 December 2010, the Group employed 1,373 employees (including Directors) (2009: 1,426 employees).

	31 Dec 2010 \$m	31 Dec 2009 \$m
22 Equity		
Issued and fully paid up capital		
Stapled securities	2,765.9	2,765.9
Preference shares	1,665.0	1,665.0
Stapled securities	4,430.9	4,430.9

	\$m
Balance at 31 December 2009	2,765.9
Balance at 31 December 2010	2,765.9

Stapled securities on issue

There are 837,402,185 stapled securities on issue at 31 December 2010 (2009: 837,402,185) valued at \$2,765.9 million (2009: \$2,765.9 million). There has been no movement in the number of stapled securities in issue during 2010 (year ended 31 December 2009: nil).

Movements of preference shares

Date	Details	Number of shares	\$m
31 December 2009	Balance at the end of the current year	1,665,000,000	1,665.0
31 December 2010	Balance at the end of the current year	1,665,000,000	1,665.0

Terms and conditions of equity instruments

Stapled securities

The stapled securities include an ordinary share in the Company stapled with units of the Trust, known as Brookfield Australia Investments Group. Stapled security holders have the right to receive dividends and distributions as declared and, in the event of winding up of the Company and Trust, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on stapled securities held. Stapled securities entitle the holder to one vote either in person or by proxy, at a meeting of the Company and/or the Trust.

Class A preference shares

The Class A preference shares issued by the Company entitle preference shareholders to vote in limited circumstances. Class A preference shares are entitled to dividends as declared by the directors of the Company.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

40

For the year ended 31 December 2010

	Consolidated	
	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
23 Non-controlling interest		
Balance at beginning of year/period	517.3	602.1
Share of profit for the year	34.9	18.9
Dividends/distributions	(35.2)	(38.8)
Increase/(decrease) in non-controlling interest	82.0	(64.9)
Total non-controlling interests	599.0	517.3
Interest in:		
Multiplex Hybrid Investment Trust		
Share capital	432.1	432.1
Retained profits	9.9	5.9
	442.0	438.0
Brookfield Prime Property Fund ²		
Share capital	-	167.2
Retained (loss)	-	(101.8)
	-	65.4
Multiplex Diversified Property Trust ¹		
Share capital	-	20.2
Retained (loss)	-	(8.6)
	-	11.6
Multiplex Property Services Pty Limited		
Share capital	-	-
Issued share capital	2.5	2.5
Retained (loss)	(0.8)	(0.5)
	1.7	2.0
Brookfield Australia Property Trust		
Share capital	-	-
Retained profits	0.2	0.3
	0.2	0.3
Multiplex New Zealand Property Fund		
Share capital	77.7	-
Retained profits	(3.0)	-
	74.7	-
Brookfield Australian Opportunities Fund		
Share capital	80.6	-
Retained profits	(0.2)	-
	80.4	-
Total non-controlling interests	599.0	517.3

¹Multiplex Diversified Property Trust was terminated during the year

²Refer to note 31 for further information regarding Brookfield Prime Property Fund.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

41

For the year ended 31 December 2010

	Year ended 31 Dec 2010 \$	Year ended 31 Dec 2009 \$
24 Auditor's remuneration		
Auditors of the Group – Deloitte Touche Tohmatsu		
Audit and review of financial reports	1,153,210	1,315,000
Other audit services	360,000	360,000
Non-audit services	165,000	–
Total auditor's remuneration	1,678,210	1,675,000

25 Contingent liabilities and assets

Details and estimated maximum amounts of contingent assets and liabilities (for which no amounts are recognised in the financial statements) are as follows:

Bank guarantees and insurance bonds

Contingent liabilities and contingent assets exist in respect of bank guarantees and insurance bonds issued to clients and guarantees received by subsidiaries of the Group from its subcontractors in lieu of cash retentions. The guarantees and bonds issued to clients are secured by indemnities. All of the bank guarantees and bonds are received and issued in the Group's ordinary course of business.

	Consolidated 31 Dec 2010 \$m	31 Dec 2009 \$m
Bank guarantees and letters of credit outstanding	349.3	383.8
Insurance bonds outstanding	190.3	123.2
	539.6	507.0

During the year the Wembley class action was settled for a gross settlement of \$110m, the Motts litigation was also settled.

Duelguide tax indemnity

In October 2004, the Consolidated Entity, together with its joint venture partner, provided an indemnity to a third party in relation to certain tax-related issues which may arise from the Consolidated Entity's investment in an associated entity. There has been no quantification of any claim and no claims have been made under the indemnity. On that basis, and because the Directors believe no liability is likely, no provision or other liability has been recorded by the Consolidated Entity in the financial statements at 31 December 2010 (2009: nil).

Other

- In the ordinary course of business, the Consolidated Entity provides rental guarantees and income support arrangements to tenants and owners of various residential and commercial buildings, in respect of which the Consolidated Entity is developing or has completed developing. These arrangements require the Company to guarantee the rental income of these properties for certain periods of time. As at the date of this report, the Directors are of the opinion that based on the current sub-lease proposals and forecast sub-lease commitments, together with the allowances made within the development budgets for these property developments, adequate allowance has been made in the financial statements for these potential obligations.
- Contingent liabilities and assets exist as a consequence of the arrangements contained in the Stapling Deed between the Company and BFML, as the responsible entity of the Trust.
- The Company and the Trust are called upon to give, in the ordinary course of business, guarantees and indemnities in respect of the performance of controlled entities, associates and related parties of their contractual obligations. The value of these guarantees and indemnities is indeterminate in amount. Any known losses have been brought to account.
- In the ordinary course of business, the Company and the Trust, their controlled entities and associates become involved in litigation pertaining to normal design liability in relation to completed design and construction projects, normal contractor's liability in relation to construction contracts, public liability, workers' compensation, etc, the majority of which falls within the Consolidated Entity's insurance arrangements and/or contractual indemnities with consultants and subcontractors.
- The Company and the Trust, their controlled entities and associates also become involved in contractual disputes in relation to property development activities and property ownership issues. Whilst the outcomes of these proceedings are uncertain, contingent liabilities exist in respect of amounts not specifically provided for, which, based on legal advice, should not be material either individually or in the aggregate.
- Controlled entities of the Company have entered into joint venture arrangements under which the subsidiary may be jointly and severally liable for the liabilities of the joint venture arrangement. The assets of each partnership or joint venture vehicle are anticipated to be sufficient to meet any such liabilities.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

42

For the year ended 31 December 2010

	31 Dec 2010 \$m	31 Dec 2009 \$m
26 Capital and other commitments		
Capital commitments		
Commitments for the acquisition of plant and equipment contracted for at the reporting date but not recognised as liabilities, payable:		
Within one year	21.6	15.7
Later than one year but not later than five years	-	18.1
Later than five years	0.7	4.7
	22.3	38.5
Lease commitments		
Commitments in relation to leases contracted for at the reporting date but not recognised as liabilities, payable:		
Within one year	6.5	4.6
Later than one year but not later than five years	20.5	14.5
Later than five years	5.6	5.7
	32.6	24.8
Representing:		
Cancellable operating leases	-	-
Non-cancellable operating leases	32.6	24.8
Future finance charges on finance leases	-	-
	32.6	24.8
Operating leases		
Commitments for minimum lease payments in relation to non-cancellable operating leases are payable as follows:		
Within one year	6.5	4.6
Later than one year but not later than five years	20.5	14.5
Later than five years	5.6	5.7
Commitments not recognised in the financial statements	32.6	24.8

27 Related parties

Key management personnel disclosures

The key management personnel compensation included in employee expenses is as follows:

	Year ended 31 Dec 2010 \$	Year ended 31 Dec 2009 \$
Short-term employee benefits	8,560,217	7,376,088
Post-employment benefits	209,870	164,177
Other long-term benefits	278,361	1,932,495
Termination benefits	3,980,356	-
Share based payment	2,687,223	1,023,236
	15,716,027	10,495,996

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

43

For the year ended 31 December 2010

27 Related parties continued

Loans to key management personnel and their related parties

Individuals with advances above \$100,000

	Balance at 1 Jan 2010 \$	Interest paid and payable for the period \$	Balance at 31 Dec 2010 \$	Interest not charged \$	Highest indebtedness during the period \$
Key management personnel					
Mr J McGreevy	600,000	-	-	-	600,000

There were no other loans made, guaranteed or secured by any entity in the Group to key management personnel and their related parties during the year.

Rights over equity instruments

There were no rights over equity instruments granted or exercised by Key Management Personnel, including their related parties, during the period.

Share options

Following the acquisition of the Group by Brookfield Australia, certain Key Management Personnel and senior executives of the Group were issued with options for the purchase of shares in the ultimate parent entity, Brookfield Asset Management Inc., by the ultimate parent entity. At 31 December 2010, a charge of \$2.7 million (2009: \$1.0 million) will be incurred by the Group for the cost of these options.

Non-key management personnel disclosures

Ultimate parent

Brookfield Holdco (Australia) Pty Limited is the ultimate Australian parent entity and is domiciled in Australia. The ultimate parent entity is Brookfield Asset Management Inc.

Transactions within related parties

All transactions between the Trust and the Company have been eliminated in full. Details of dealings with entities within the Group are set out below:

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Distributions/dividends		
Distributions received or due and receivable by the Trust from controlled entities	-	-
Intercompany loans		
Aggregate amounts receivable from/(payable to) controlled entities/related parties of the Trust and the Company at the end of the year and end of the previous financial year:		
Brookfield Australia Property Trust	(625.1)	(825.2)
Brookfield Australia Investments Limited	769.7	854.3

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

44

For the year ended 31 December 2010

27 Related parties continued

Transactions within the Group

The loans from the Trust to entities within the wholly-owned group are non-interest bearing. Transactions between the Company and its controlled entities (excluding the Trust) with the Trust and its controlled entities are set out below:

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Provision of services to the Trust and its controlled entities by Brookfield Australia Investments Limited and its controlled entities		
Property management expense	7.4	5.9
Leasing fee paid	0.5	0.5
Rental guarantee received	0.4	0.4
Construction and development of properties by Brookfield Australia Investments Limited and its controlled entities for the Trust and its controlled entities		
Total amount paid	-	9.4
Interest received by the Trust and its controlled entities from Brookfield Australia Investments Limited and its controlled entities		
Interest income	0.7	1.5

Brookfield Australia Investments Limited and its controlled entities have unsecured loans payable to the Trust and its controlled entities of \$120.9 million (2009: \$88.0 million).

Transactions with other related parties

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Interest bearing loans from other related parties	0.2	-
Non-interest bearing loans from other related parties	144.6	29.1
Promissory note	1,300.0	1,300.0
Management fees paid to other related parties	(16.7)	(15.7)
Management fees received from controlled entities	1.6	9.7

Refer to note 31 for information on the result of the BPO transaction

28 Business combinations

Controlled entities acquired 31 December 2010	Principal activity	Date of acquisition	Proportion of shares acquired %	Consideration transferred \$m
Multiplex New Zealand Property Fund (MNZPF)	Investment Properties	31 Aug 2010	22.1	60.1
Brookfield Australian Opportunities Fund (BAO)	Investment in A-REIT's and unlisted property securities	31 Aug 2010	40.5	25.1
				85.2
				\$m
Consideration transferred				MNZPF
Fair Value Adjustments				60.1
Cash				-
				\$m
				BAO
				2.5
				22.6

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

45

For the year ended 31 December 2010

28 Business combinations continued

	\$m	\$m	31Dec 2010 \$m
	MNZPF	BAO	Total
Assets acquired and liabilities assumed at the date of acquisition			
Current assets			
Cash and & cash equivalents	15.2	12.3	27.5
Trade and other receivables	1.1	1.1	2.2
Other	8.6	-	8.6
Non-current assets			
Trade and other receivables	-	-	-
Intangible assets	-	-	-
Investments	-	189.9	189.9
Investment Property	432.7	-	432.7
Current liabilities			
Trade and other payables	(19.3)	(3.1)	(22.4)
Future Income tax liability	(24.5)	-	(24.5)
Non-current liabilities			
Interest bearing debt	(270.4)	(53.3)	(323.7)
Derivative liabilities	(5.1)	-	(5.1)
Non-controlling interests in net assets	(78.5)	(80.6)	(159.1)
	59.8	66.3	126.1

As a result of the Group's acquisition of an additional 40.5% of the units in BAO via a rights issue, the Group now controls 61.8% of this entity and consolidates the revenue, profit or loss, assets and liabilities since the acquisition date of 31 August 2010. The Group also accounts for the non-controlling interest in relation to this entity (see note 23 for details). Following consolidation of BAO, the year end non-controlling interest of the Group has increased to (\$0.2m) and \$80.6 million in relation to the non-controlling interest's share of issued equity and undistributed income of BAO.

As a result of the Group's acquisition of additional units in BAO via a rights issue, the Group also acquired an additional 22.1% of units in the Multiplex New Zealand Property Fund (MNZPF), the Group now controls this entity and consolidates the revenue, profit or loss, assets and liabilities since the acquisition date of 31 August 2010. The Group also accounts for the non-controlling interest in relation to this entity (see note 23 for details). Following consolidation of MNZPF, the non-controlling interest of the Group at 31 December 2010 has increased to (\$4.3m) and \$77.7m in relation to the non-controlling interest's share of issued equity and undistributed income of MNZPF respectively.

This transaction resulted in a bargain purchase on acquisition which was recognised through Other income in the Statement of Comprehensive Income. The bargain purchase was a result of the consideration transferred less the fair value of identifiable net assets acquired, as seen below.

	\$m	\$m	31Dec 2010 \$m
	MNZPF	BAO	Total
Goodwill arising on acquisition			
Consideration transferred	60.1	25.1	85.2
Less: fair value of identifiable net assets acquired	(59.8)	(66.3)	(126.1)
Discount arising on acquisition	0.3	(41.2)	(40.9)

	31Dec 2010 \$m
	Total
Net cash outflow on acquisition of controlled entities	
Consideration paid in cash	22.6
Less: cash and cash equivalent balances acquired	(27.5)
	(4.9)

Impact of acquisitions on the results of the Group

Included in the profit for the year is \$8.0 million attributable to the additional business generated by MNZPF, and \$11.7 million attributable to BAO. Revenue for the period includes \$18.6 million in respect of MNZPF and \$41.1 million of BAO.

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

46

For the year ended 31 December 2010

29 Significant controlled entities

The Company's significant investments in controlled entities are in legal entities that are:

- the key holding and operating entities within the businesses in each of the geographical regions in which the Group has a significant presence; and
- the entities that held licences allowing the Group to carry out certain specified investing activities and management functions.

The significant controlled entities at 31 December 2010 are shown below:

Entity name	Equity Ownership		Country of incorporation
	31 Dec 2010 %	31 Dec 2009 %	
Brookfield Multiplex Constructions Pty Ltd – NSW	100	100	Australia
Brookfield Multiplex Constructions Pty Ltd - Vic	100	100	Australia
Brookfield Multiplex Constructions Pty Ltd – WA	100	100	Australia
Brookfield Multiplex Constructions FSH Contractor Pty Limited	100	100	Australia
Multiplex Plant and Equipment LLC	100	100	Australia
Multiplex Foundry Landowning Trust	100	100	Australia
Multiplex Portside Wharf Pty Limited	100	100	Australia
Brookfield Multiplex 324 Queen Street Landowning Trust	100	100	Australia
Brookfield Multiplex Rosehill Landowning Trust	100	100	Australia
Brookfield Multiplex WS Retail Landowning Trust	100	100	Australia
Brookfield Multiplex W9&10 Stage 1 Landowning Trust	100	100	Australia
Brookfield Multiplex W9&10 Stage 4 Landowning Trust	100	100	Australia
Multiplex Diversified Property Fund	-	100	Australia
Multiplex Bishops See North Tower Landowning Trust ³	-	100	Australia
Multiplex (City Square Lot 5) Pty Limited ³	-	100	Australia
Multiplex Claremont Pty Limited	100	100	Australia
Brookfield Prime Property Fund ³	-	100	Australia
Brookfield Multiplex Services Pty Ltd	100	100	Australia
Multiplex New Zealand Properties Fund	53	30	Australia
Brookfield Multiplex Capital Holdings Limited	100	100	Australia
Brookfield Australian Opportunities Fund	62	21	Australia
Multiplex Constructions Middle East LLC	100	100	United Arab Emirates
NASA Multiplex LLC	100	100	United Arab Emirates

² Pegasus Town was disposed of during the year

³ Refer to note 31 for information regarding deconsolidation of subsidiaries

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

47

For the year ended 31 December 2010

30 Discontinued operations

There were no discontinued operations in the year ended 31 December 2010.

31 Loss of Control

On 27 September 2010 a BAM subsidiary entered into a total return swap and option (with an initial 5 year term) with a BPO subsidiary whereby BPO obtained the economic rights and obligations of several properties at a strike price which was calculated based on the fair value of the assets at that date. As a result, a financial asset has been recorded in BAIG. The value of this financial asset has been determined with reference to the fair value of the underlying properties. No material gain or loss was recognised with respect to this transaction. The Property Financial assets are designated fair value through the profit and loss.

32 Reserves	Consolidated	
	31 Dec 2010 \$m	31 Dec 2009 \$m
Reserves		
Foreign currency translation reserve	(84.7)	(82.7)
Available for sale assets reserve	0.1	(9.6)
Cash flow hedge reserve	9.3	(0.8)
Tax consolidation reserve	(123.2)	(87.9)
Total reserves	(198.5)	(181.0)

	Consolidated 31-Dec-10 \$m
Foreign currency translation reserve	
Balance at 1 January 2010	(82.7)
Change in reserves	(2.0)
Balance at 31 December 2010	(84.7)
Available-for-sale assets reserve	
Balance at 1 January 2010	(9.6)
Change in reserves	9.7
Balance at 31 December 2010	0.1
Cash flow hedge reserve	
Balance at 1 January 2010	(0.8)
Change in reserves	10.1
Balance at 31 December 2010	9.3
Tax consolidation reserve	
Balance at 1 January 2010	(87.9)
Change in reserves	(35.3)
Balance at 31 December 2010	(123.2)
Total reserves	
Balance at 1 January 2010	(181.0)
Change in reserves	(17.5)
Balance at 31 December 2010	(198.5)

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

48

For the year ended 31 December 2010

33 Financial instruments

The Group's activities expose it to a variety of financial risks including market risk, credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group uses derivative financial instruments such as foreign exchange contracts and interest rate swaps to manage the interest rate and currency risks arising from the Group's operations and its sources of finance. It is the Group's policy that no trading in financial instruments shall be undertaken nor will the Group enter into transactions that could be construed as speculative.

The Group's principal financial instruments, other than derivatives, comprise receivables, payables, bank loans, cash and short-term deposits.

The main risks arising from the Group's financial instruments are cash flow interest rate risk, liquidity risk, foreign currency risk, and credit risk. These financial risks are the responsibility of the following groups and policies in the context outlined below:

- Group Treasury – responsible for centrally managing the above risks both on a regional and global basis in accordance with the Group, which contains the written principles for management of the above risks. Transactions relating to debt funding, bonding facilities or exposures to other material financial risks should be signed off by Group Treasury;
- Signing Authorities and Delegation Policy (SADP) – this policy aims to regulate the risk and expenditure approval framework for the Group by setting approval levels for all expenditures and represents the minimum required approvals that have been delegated to the employees of the Group.
- Credit risk is actively managed as detailed within the credit risk section of note 33.

Details of the significant accounting policies and methods, including the criteria for recognition, the basis for measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 3.

Market risk

Interest rate risk contracts – financial assets

The income and associated operating cash flows of the Group's assets are substantially independent of changes in market interest rates. The Group's loans are primarily provided to investments in joint ventures and associates as a means of funding Development projects. The Group does not undertake any specific hedging of loan receivables except to monitor the loan outstanding to strategies in the underlying investment portfolio and the cash flow at risk as a result of interest rate fluctuations on scheduled interest rate resets for the next reporting period.

Interest rate risk contracts – financial liabilities

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations that are often subject to floating interest rates. The Group maintains a practice of hedging up to 100% of its exposure to changes in interest rates for drawn debt where term is certain. The Group has entered into various interest rate swap agreements (in which the Group agrees to exchange, at specified intervals, the difference between fixed and variable interest amounts calculated by reference to an agreed-upon notional principal amount) used primarily to convert certain variable interest rate borrowings to fixed rates. The swaps are entered into with the objective of hedging the risk of interest rate fluctuations in respect of underlying borrowings.

The Group seeks to minimise interest within approved risk profiles whilst ensuring that an appropriate level of flexibility exists to accommodate potential changes in funding requirements. Interest rate exposure is analysed and measured by the effect of interest rate movements on the total portfolio of current and forecast debt (comprising estimated drawdown schedules), and interest rate hedging transactions. The Group's exposure to interest rate risk at the reporting date and the periods in which they mature or, if earlier, reprice, for classes of financial assets and financial liabilities is set out below:

	Floating interest rate \$m	Fixed interest maturing in Less than 1 year \$m	Between 1 – 5 years \$m	Over 5 years \$m	Total \$m
Consolidated - 31 December 2010					
Financial assets					
Cash and cash equivalents	213.7	-	-	-	213.7
Receivables	-	-	-	-	-
Total financial assets	213.7	-	-	-	213.7
Financial liabilities					
Interest-bearing liabilities	2,325.4	73.6	-	-	2,399.0
Effect of interest rate swaps	(1,197.7)	232.3	965.4	-	-
Total financial liabilities	1,127.7	305.9	965.4	-	2,399.0

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

49

For the year ended 31 December 2010

33 Financial instruments continued

Consolidated – 31 December 2009	Fixed interest maturing in				Total \$m
	Floating interest rate	Less than 1 year	Between 1 – 5 years	Over 5 years	
	\$m	\$m	\$m	\$m	
Financial assets					
Cash and cash equivalents	265.8	–	–	–	265.8
Receivables	–	–	–	–	–
Total financial assets	265.8	–	–	–	265.8
Financial liabilities					
Interest-bearing liabilities	2,368.6	503.3	501.3	–	3,373.2
Effect of interest rate swaps	(1,495.7)	917.2	578.5	–	–
Total financial liabilities	872.9	1,420.5	1,079.8	–	3,373.2

Intercompany loans are non-interest bearing.

Interest rate sensitivity

The Group's sensitivity to a 1% movement in Australian dollars (AUD), Great British Pounds (GBP), United Arab Emirates dirham (AED) and New Zealand dollar (NZD) interest rates in relation to cash and cash equivalents, receivables, derivatives, and interest bearing loans and borrowings, all figures below are presented in AUD:

	31 Dec 2010				31 Dec 2009			
	Impact on profit		Impact on equity		Impact on profit		Impact on equity	
	+100 bps	-100 bps	+100 bps	-100 bps	+100 bps	-100 bps	+100 bps	-100 bps
Consolidated								
AUD	0.9	(0.9)	(20.9)	20.3	(7.5)	7.5	(22.3)	16.0
AED	2.7	(2.7)	–	–	1.4	(1.4)	–	–
NZD	(0.9)	0.9	–	–	(1.3)	1.3	–	–

Set out below is the notional value of interest rate swaps and the outstanding principal of fixed rate loans in their local currency, and the weighted average interest rate of those contracts in each currency at 31 December 2010:

	Periods in which they mature or, if earlier, reprice			
	Total	Less than 1 year	1-5 years	More than 5 years
	\$m	\$m	\$m	\$m
31 December 2010				
Australian dollars				
Interest rate swaps	1,197.7	232.3	965.4	–
Fixed rate borrowings	73.6	73.6	–	–
Total	1,271.3	305.9	965.4	–
Weighted average fixed rate	4.52%	6.94%	4.83%	–
31 December 2009				
Australian dollars				
Interest rate swaption	430.6	–	430.6	–
Interest rate swaps	1,495.7	917.2	578.5	–
Fixed rate borrowings	1,004.6	459.7	544.9	–
Total	2,930.9	1,376.9	1,554.0	–
Weighted average fixed rate	5.21%	5.06%	5.38%	–

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

50

For the year ended 31 December 2010

33 Financial instruments *continued*

Foreign currency risk

Foreign exchange risk refers to the risk that the value of a financial commitment, recognised asset or liability will fluctuate due to changes in foreign currency rates. The Group's foreign exchange risk arises primarily from:

- borrowings denominated in foreign currencies;
- firm commitments of highly probable forecast transactions for receipts and payments settled in foreign currencies or with prices dependent on foreign currencies; and
- investments in foreign operations.

The Group operates internationally and are exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the United Arab Emirates dirham, Great British pound and New Zealand dollar (2009: United Arab Emirates dirham, Great British pound and New Zealand dollar).

The risk is measured by projecting the net foreign currency flows of each currency to which the Group has an exposure for a minimum period of two years. Beyond two years, exposures will be recognised on a case by case basis by analysing the cash flows attached to the projects.

Foreign exchange transactional risk

The Group's foreign exchange transaction exposure arises from the transfer of funds from one currency to another as a result of working capital funding requirements, purchase or sale of property, payment of fees, return of profits or equity and intercompany loans.

Net investment in a foreign operation

The Group manages its foreign currency risk for its assets and liabilities denominated in foreign currency by borrowing in the same functional currency of its investment to form a natural economic hedge against any foreign currency fluctuations as well as using forward exchange contracts where funds were borrowed in the local currency.

For accounting purposes, net foreign operations and interests in joint ventures and associates are revalued at the end of each reporting period with the fair value movement reflected in equity as a movement in the foreign currency translation reserve. The interests in joint ventures and associates are then equity accounted to reflect the underlying net assets of the entities with changes reflected in the Statement of Comprehensive Income as a share of after tax profits of equity accounted entities. Refer to accounting policy note 3.

The Group's exposure to foreign currency risk at the reporting date was as follows:

	31 Dec 2010			31 Dec 2009		
	AED \$m	GBP \$m	NZD \$m	AED \$m	GBP \$m	NZD \$m
Consolidated						
Financial assets						
Cash and cash equivalents	204.1	-	22.0	456.6	-	0.7
Receivables	732.9	-	1.6	662.9	-	0.5
Total financial assets	937.0	-	23.6	1,119.5	-	1.2
Financial liabilities						
Payables	690.1	18.5	11.9	630.5	0.4	7.9
Interest-bearing loans and borrowings	-	-	248.6	-	-	163.9
Non-interest bearing loans and borrowings	113.8	-	-	94.9	161.9	-
Total financial liabilities	803.9	18.5	260.5	725.4	162.3	171.8

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

51

For the year ended 31 December 2010

33 Financial instruments continued

Foreign currency sensitivity

The following sensitivity is based on the foreign currency exposures in existence at the reporting date. At 31 December 2010, had the respective foreign currency moved, as illustrated below, with all other variables held constant, post tax profit and other comprehensive income would have been affected as follows, all figures below presented in AUD:

	Consolidated 31 Dec 2010				Consolidated 31 Dec 2009			
	Impact on profit		Impact on equity		Impact on profit		Impact on equity	
	+5%	-5%	+5%	-5%	+5%	-5%	+5%	-5%
AED	1.8	(1.8)	-	-	5.7	(6.3)	-	-
GBP	(1.4)	1.4	-	-	(13.7)	15.1	-	-
NZD	(9.0)	9.0	-	-	(7.3)	7.3	-	-

Commodity and equity price risk

The Group's exposure to commodity price risk and equity price risk is minimal.

Credit risk

Credit risk represents the loss that would be recognised if a counterparty failed to perform as contracted. Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as exposures to business customers, including outstanding receivables and committed transactions.

The Group manages this risk by:

- establishing credit limits for customers that the Group trades with and managing its exposure to individual entities (it is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures);
- maintaining a tenant base where the majority have high credit ratings;
- providing loans as an investment into joint ventures, associates and third parties where it is comfortable with the underlying property exposure within that entity;
- regularly monitoring loans and receivables balances on an ongoing basis; and
- obtaining collateral as security (where appropriate).

At the reporting date the Group had no significant concentration of credit risk with any single counterparty or group of counterparties. In accordance with the policies determined by the Board of Directors, credit risk is spread among a number of counterparties. The counterparties to derivative financial instruments consist of a number of prime financial institutions.

The maximum exposure to credit risk at the reporting date, in relation to each recognised financial asset, is the carrying value of the asset recognised in the Statement of Financial Position. The Group hold no significant collateral as security and the credit quality of all financial assets that are either past due or impaired is constantly monitored in order to identify any potential adverse changes in the credit quality.

Liquidity and capital risk management

Capital risk management

The objective of the Group and Company when managing capital risk is to optimise the cost of capital having regard to the markets in which it operates.

Capital management is monitored in four primary ways:

- Statement of Financial Position management, which is fundamentally concerned with the capital mix of equity and debt and maintaining appropriate levels of gearing.
- Protection of the Consolidated Entity's foreign denominated financial assets and liabilities is achieved by borrowing in the same functional currency as the investments to form a natural economic hedge against foreign currency fluctuations or by using forward foreign exchange contracts where funds are borrowed in a different currency.
- The Consolidated Entity also protects its equity in assets by taking out insurance cover with credit worthy insurers.
- Income Statement management – principally concerned with supporting the delivery of financial targets by protecting the Consolidated Entity's exposure to net foreign income and interest rate volatility through the use of forward foreign exchange contracts and interest rate swaps.

As part of the strategy to maintain its capital strength, the Group is committed to ensuring a modest level of financial gearing. At 31 December 2010, the percentage of interest bearing net debt to total assets is 29.1% (2009: 33.8%).

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

52

For the year ended 31 December 2010

33 Financial instruments continued

Liquidity risk

The Group are exposed to liquidity risk, being the risk of encountering difficulties in meeting obligations relating to the Group's financial liabilities. The Group's main liquidity risk is its ability to refinance its current borrowings. The Group are exposed to refinancing risks arising from the availability of finance as well as the interest rates and credit margins at which financing is available. The Group manages this risk by spreading maturities of borrowings and interest rate swaps, using interest rate derivatives to hedge known and forecast positions and reviewing potential transactions to understand the impact on the liquidity of the Group.

As a part of its liquidity risk management, the Group are also required to obtain sufficient cash resources to maintain operations, meet its financial obligations and liabilities in a timely manner and provide funds for capital expenditure and investment opportunities as they arise.

The Group measures liquidity risk by comparing net projected debt levels for the next two years against total committed facilities. Projected net debt levels take into account existing debt, operating cash flows including interest payments, committed and forecast project/investment capital expenditure; and dividend, tax and distribution payments. The level of cash and undrawn but committed facilities projected over time is used to indicate the liquidity position going forward.

Financing arrangements

It is the Group's Treasury Risk Management Policy that the Group holds a liquidity buffer in the form cash identified as surplus to normal requirements. This provides sufficient time to identify and implement more permanent funding solutions in the event of an unforeseen adverse liquidity event. Minimum liquidity buffer requirements are approved by the Group's ultimate parent and reviewed by Group Treasury on a quarterly basis. Note 17 provides information in relation to the undrawn borrowing facilities at the reporting date.

Receivables maturity analysis

The receivable balances of the Group and Company fall due in accordance with the following table:

	Consolidated 31 Dec 2010 \$m	31 Dec 2009 \$m
1 – 30 days	48.9	65.3
30 – 60 days	12.5	17.8
60 – 90 days	13.5	6.2
> 90 days	85.9	119.9
	160.8	209.2

At 31 December 2010, trade receivables of \$85.9 million (2009: \$119.9 million) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of defaults and the amounts are still considered recoverable.

Maturities of financial liabilities

The tables below analyse the Group's financial liabilities and net and gross settled derivative financial instruments into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. For interest rate swaps the cash flows have been estimated using current interest rates applicable at the reporting date. All derivative assets and liabilities have been included. The table includes both interest and principal cash flows.

	Less than 1 year \$m	Between 1 – 2 years \$m	Between 2 – 3 years \$m	Between 3 – 4 years \$m	Between 4 – 5 years \$m	Over 5 years \$m	Total \$m
Consolidated – 31 December 2010							
Non-derivatives							
Payables	612.0	13.0	-	-	-	-	625.0
Interest bearing loans and borrowings	668.9	1,265.8	821.6	-	-	-	2,756.3
Non-interest bearing loans and borrowings	238.0	-	-	-	-	-	238.0
Total non derivatives	1,518.9	1,278.8	821.6	-	-	-	3,619.3

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

53

For the year ended 31 December 2010

33 Financial Instruments continued

Derivatives

Net settled – interest rate swaps	(1.9)	1.8	2.1	1.2	1.1	-	4.3
Total derivatives	(1.9)	1.8	2.1	1.2	1.1	-	4.3

Consolidated – 31 December 2009

Non-derivatives

Payables	506.4	19.5	-	-	-	-	525.9
Interest bearing loans and borrowings	1,679.8	733.9	964.8	-	15.3	-	3,393.8
Non-interest bearing loans and borrowings	337.4	-	-	-	-	-	337.4
Total non derivatives	2,523.6	753.4	964.8	-	15.3	-	4,257.1

Derivatives

Net settled – interest rate swaps	(10.8)	(3.8)	0.3	-	-	-	(14.3)
Total derivatives	(10.8)	(3.8)	0.3	-	-	-	(14.3)

Fair value

A number of the Group's accounting policies and disclosures require the determination of fair value for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods:

Trade and other receivables

Fair value, which is determined for disclosure purposes, is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date.

Derivatives

The fair value of interest rate swaps is estimated by discounting future cash flows based on the terms and maturity of each contract and using market interest rates for similar instruments at the reporting date. The fair value of forward foreign exchange contracts is based on present value of future cash flows, discounted at the market rate of interest at the reporting date.

Other investments

The fair value of quoted investments in A-REITs are based on current bid prices. The fair value of investments in unlisted property trust securities are based on the latest published NTA of the Trust.

The fair value of loans and other financial assets have been calculated using market interest rates, where applicable.

Fair values of financial assets and liabilities in the Group and Company approximate carrying value.

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.

Fair value measurements recognised in the Statement of Financial Position

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 is 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).

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

54

For the year ended 31 December 2010

33 Financial instruments continued 31 December 2010

Consolidated	Level 1 \$m	Level 2 \$m	Level 3 \$m	Total \$m
Financial assets				
Derivative instruments – Interest rate swaps	–	6.7	–	6.7
Investments	–	–	–	–
- Listed	28.8	–	–	28.8
- Unlisted	–	–	150.7	150.7
- Property financial assets ¹	–	–	2116.0	2116.0
Total financial assets at fair value	28.8	6.7	2,258.5	2,294.0
Financial liabilities				
Derivative instruments – interest rate swaps	–	(4.5)	–	(4.5)
Total financial liabilities at fair value	–	(4.5)	–	(4.5)
Net financial assets at fair value	28.8	2.2	2,258.5	2,289.5

¹ The fair value of property financial assets are calculated with reference the fair value of, and the funds from operations generated from, the underlying properties. Refer to note 22 for further information on property financial assets.

31 December 2009

Consolidated	Level 1 \$m	Level 2 \$m	Level 3 \$m	Total \$m
Financial assets				
Derivative instruments – Interest rate swaps	–	3.0	–	3.0
Investments	–	–	–	–
- Listed	7.0	–	–	7.0
- Unlisted	–	22.4	–	22.4
Total financial assets at fair value	7.0	25.4	–	32.4
Financial liabilities				
Derivative instruments – interest rate swaps	–	(15.7)	–	(15.7)
Total financial liabilities at fair value	–	(15.7)	–	(15.7)
Net financial assets at fair value	7.0	9.7	–	16.7

Reconciliation of level 3 fair value measurements:

31 December 2010	Property financial assets \$m	Investment in unlisted securities \$m	Total \$m
Consolidated			
Opening balance	–	19.6	–
Acquisitions through consolidation ¹	–	131.1	142.5
Transfers to financial assets ²	2,116.0	–	2116.0
Sales	–	–	–
Losses recognised in the income statement	–	(1.2)	(1.2)
Other	–	1.9	1.9
Closing balance	2,116.0	150.7	2,258.5

¹ As a result of the Consolidated Entity's acquisition of additional units in BAO via a rights issue. For further information regarding the impact of the transaction refer to Note 28.

² Refer to note 31 for further information on property financial assets

Notes to the Consolidated Financial Statements continued

Brookfield Australia Investments Group

55

For the year ended 31 December 2010

	Consolidated	
	31 Dec 2010	31 Dec 2009
	\$m	\$m
34 Reconciliation of cash flows from operating activities		
Reconciliation of net (loss) to net cash (outflow)/inflow from operating activities		
Profit/(Losses) from ordinary activities after income tax	97.3	(334.9)
Depreciation and amortisation	25.8	17.3
Fair value adjustments on investment properties	(46.5)	278.2
Share of profits of associates and joint venture entities	(51.4)	61.3
Other impairments	31.4	167.8
Tax expense	38.2	(40.3)
Unrealised foreign exchanges losses/(gain)	1.4	(1.3)
Distributions from associates	-	1.0
<i>Change in operating assets and liabilities, net of effects from purchase and disposal of subsidiaries:</i>		
Decrease/(increase) in trade and other debtors	(26.3)	53.5
(Increase)/decrease in inventories	133.9	34.8
Increase/(decrease) in taxes payable	-	(1.8)
(Increase)/decrease in other assets	(10.4)	1.6
Increase/(decrease) in trade and other and other creditors	20.0	(134.9)
Increase/(decrease) in contract work in progress	(18.0)	(45.4)
Increase/(decrease) in other provisions	22.9	(21.0)
Net cash inflow from operating activities	218.3	35.9

Refer to note 31 for details of the BPO transaction which is a significant non-cash transaction during the year

35 Stapling arrangements

The Stapling Deed between Brookfield Funds Management Limited (BFML), as the responsible entity of the Trust, and the Company, is dated 8 October 2003. It sets out the terms of the relationship between the Responsible Entity and the Company in respect of the units in the Trust and the shares in the Company that comprise the securities. The aspects of that relationship include the following:

- Stapling: the units and shares will remain stapled unless special resolutions of stapled securityholders approve unstapling or unless stapling becomes unlawful or prohibited by the Listing Rules;
- Co-operation and consultation: the Responsible Entity and the Company agree to share accounting and other information, and to co-operate in operating the Trust and Company in providing information to investors, valuing assets, preparing financial reports, holding meetings, issuing securities and making distributions;
- Dealings in securities: units and shares may only be issued or transferred as part of securities;
- Acquisitions, disposals and borrowings: these require consultation procedures between the Responsible Entity and the Company to be followed;
- Sale of assets: the Company agrees to notify the Responsible Entity of any assets that it intends to sell which are within the investment criteria of the Trust and will reasonably consider any proposals put to it by the Responsible Entity to purchase these assets;
- Allocation of issue price: the Responsible Entity and the Company must agree what proportion of the issue price of a security is allocated to each of the Trust and Company. Generally, this is by reference to the respective market values of the units and the shares (as determined by agreement between the Responsible Entity and the Company);
- Financial benefits: the Trust and the Company must provide to the other or its controlled entities upon request any financial benefit which is requested;
- Registers: these are to be kept jointly;
- Duties: when carrying out their duties, the Responsible Entity and the Company may consider the interests of holders of securities as a whole, not only the interests of the members of the Trust and Company separately; and
- Dispute resolution: if there are disagreements about stapling issues, the Responsible Entity and the Company must use their best efforts to resolve them and negotiate in good faith before instituting proceedings.

The stapled security structure will cease to operate on the first to occur of:

- either of the Company or the Trust resolving by special resolution in general meeting and in accordance with its Constitution to terminate the stapling provisions; or
- the winding up of either the Company or the Trust.

Notes to the Consolidated
Financial Statements continued
Brookfield Australia Investments Group
For the year ended 31 December 2010

56

36 Events occurring after the reporting date

In January 2011 the company's investment in Duelguide was sold to a Brookfield Europe entity for the December 31 carrying value.

On 1 January 2011 a subsidiary of the company purchased all issued shares in the Brookfield European Construction operations. These shares were purchased from a Brookfield Europe entity at net asset value.

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 financial period 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

Brookfield Australia Investments Group

For the year ended 31 December 2010

57

In the opinion of the Directors of Brookfield Australia Investments Limited :

- a the financial statements and notes set out on pages 9 to 56 are in accordance with the *Corporations Act 2001*, including:
 - i giving a true and fair view of the financial position of the Company as at 31 December 2010 and of its performance for the year ended on that date; and
 - ii the attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 2 to the financial statements; and
 - iii complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
- b there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Directors of Brookfield Australia Investments Limited as required by Section 295(5) of the *Corporations Act 2001*.

Dated at Sydney, this 22nd day of February 2011



Ross A McDiven
Executive Director
Brookfield Australia Investments Limited



Timothy M Harris
Executive Director
Brookfield Australia Investments Limited

Deloitte Touche Tohmatsu
ABN 74 490 121 060

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Independent Auditor's Report to the Securityholders of Brookfield Australia Investments Group

We have audited the accompanying financial report of Brookfield Australia Investments Group which comprises the statement of financial position as at 31 December 2010, the statement of comprehensive income, the statement of cash flows and the statement of changes in equity for the year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the stapled entity comprising Brookfield Australia Investments Limited and its controlled entities and Brookfield Australia Property Trust and its controlled entities at the year's end or from time to time during the financial period as set out on pages 9 to 57.

Directors' Responsibility for the Financial Report

The directors of the stapled entity are responsible for the preparation of the 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 financial report that is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with International Financial Reporting Standards.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control, relevant to the entity's preparation of the financial report that gives a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of

accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Auditor's Independence Declaration

In conducting our audit, 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 Investments Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

- (a) the financial report of Brookfield Australia Investments Group is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the Brookfield Australia Investments Group's financial position as at 31 December 2010 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) the financial statements also comply with International Financial Reporting Standards as disclosed in Note 2.

~~Deloitte Touche Tohmatsu~~
DELOITTE TOUCHE TOHMATSU



J A Leotta
Partner
Chartered Accountants
Sydney, 22 February 2011

Brookfield Australia Property Trust (formerly Brookfield
Multiplex Property Trust) and its controlled entities
Annual financial statements
For the year ended
31 December 2010

Brookfield Australia Property Trust

ARSN 106 643 387

Table of Contents

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

	Page	
Directory	3	
Directors' Report.....	4	
Auditor's Independence Declaration	8	
Financial Statements		
Consolidated Statement of Comprehensive Income.....	9	
Consolidated Statement of Financial Position	10	
Consolidated Statement of Changes in Unitholder Interests.....	11	
Consolidated Statement of Cash Flows	12	
Notes to the Financial Statements		13
1 Reporting entity	13	
2 Basis of preparation.....	13	
3 Significant accounting policies	14	
4 Parent entity disclosures	22	
5 Revenues and expenses	22	
6 Income Tax.....	23	
7 Reconciliation of net profit/(loss) to net cash flows from operating activities	23	
8 Trade and other receivables.....	24	
9 Derivative financial instruments.....	25	
10 Other assets	25	
11 Other financial assets.....	25	
12 Interest bearing receivables.....	26	
13 Investments accounted for using the equity method.....	26	
14 Investment property	28	
15 Trade and other payables	30	
16 Interest bearing loans and borrowings.....	30	
17 Non-interest bearing loans and borrowings	31	
18 Provisions	31	
19 Issued units	32	
20 Reserves	32	
21 Undistributed income	33	
22 Non-controlling interests	33	
23 Distributions.....	33	
24 Auditor's remuneration.....	34	
25 Contingent liabilities and contingent assets	34	
26 Capital and other commitments	34	
27 Related party disclosure.....	34	
28 Significant controlled entities	36	
29 Business combinations	37	
30 Financial instruments	38	
31 Loss of control.....	45	
32 Stapling arrangements.....	45	
33 Events occurring after the reporting date.....	46	
Directors' Declaration	47	
Independent Audit Report	48	

Directory

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

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 Jeffery M Blinder (Resigned 4 January 2010)
Mr Richard B Clark (Resigned 4 January 2010)
Mr Ross A McDiven (Resigned 4 January 2010)
Mr Brian W Kingston (Resigned 17 March 2010)
Mr Russell T Proutt (Appointed 17 March 2010)

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

Registered Office of Brookfield Australia Property Trust

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Auditor

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Sydney NSW 2000
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Directors' Report

4

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

Introduction

The Directors of Brookfield Funds Management Limited (formerly Brookfield Multiplex Funds Management Limited) (BFML), the Responsible Entity of Brookfield Australia Property Trust (formerly Brookfield Multiplex 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 year ended 31 December 2010 and the Independent Audit Report thereon. Brookfield Australia Investments Limited (BAIL) (formerly Brookfield Multiplex Limited) (the Company), the Trust and their controlled entities are referred to as Brookfield Australia Investments Group (formerly Brookfield Multiplex 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 inception of the Trust.

The registered office and principal place of business of the Responsible Entity and the Trust are as follows:

	Brookfield Funds Management Limited	Brookfield Australia Property Trust
Registered office	Level 22, 135 King Street, Sydney NSW 2000	Level 22, 135 King Street, Sydney NSW 2000
Principal place of business	Level 22, 135 King Street, Sydney NSW 2000	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 year ended 31 December 2010:

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 Jeffery M Blinder (Resigned 4 January 2010)	Executive Director
Mr Richard B Clark (Resigned 4 January 2010)	Executive Director
Mr Brian W Kingston (Resigned 17 March 2010)	Executive Director
Mr Russell T Proutt (Director since 17 March 2010)	Executive Director

Principal activities

The principal activity of the Consolidated Entity during the course of the year ended 31 December 2010 was the investment in income producing retail, commercial and industrial 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 year ended 31 December 2010.

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

During the year ended 31 December 2010, a distribution of \$5.9 million in total was paid or payable to unitholders of the Trust (2009: \$1.4million).

Review of operations and results

Operating results for the financial year

Set out below are the key financial results for the year ended 31 December 2010:

		Consolidated Year ended 31 Dec 2010	Year ended 31 Dec 2009
Net profit/(loss) after tax attributable to unitholders	(\$m)	118.9	(289.2)
Net profit/(loss) per unit	(cents)	14.2	(34.5)
Distribution paid and payable	(\$m)	5.9	1.4
Distribution per unit	(cents)	0.7	0.2

Directors' Report continued

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

Review of operations and results continued

Operating results for the financial year continued

The Consolidated Entity reported a net profit attributable to unitholders of \$118.9 million for the year ended 31 December 2010 (2009: loss of \$289.2 million).

On 27 September 2010 a BAM subsidiary entered into a total return swap and option (with an initial 5 year term) with a BPO subsidiary whereby BPO obtained the economic rights and obligations of several properties at a strike price which was calculated based on the fair value of the assets at that date. As a result, a financial asset has been recorded in the Consolidated Entity. The value of this financial asset has been determined with reference to the fair value of the underlying properties. No material gain or loss was recognised with respect to this transaction. The Property Financial assets are designated fair value through the profit and loss.

The result included the favourable impact of fair value adjustments (FVAs) relating to the Consolidated Entity's investment properties of \$34.9 million (2009: unfavourable \$283.8 million).

During the year a Group subsidiary, as responsible entity of Brookfield Australia Opportunity Fund (BAO) (formerly Multiplex Acumen Property Fund), announced a conditional underwriting agreement with a wholly owned subsidiary of the Trust to conduct a capital raising by way of a \$30.4 million rights offering of ordinary units to all unitholders (rights issue). The rights issue was underwritten by Brookfield Capital Securities Limited as trustee of the Brookfield Multiplex PPF Investment No.2 Trust. As a result of the rights issue, the Consolidated Entity's ownership of BAO increased by 40.5% to 60.7% through both take up of additional units as eligible unitholders and as underwriter. BAO owns 22.0% of Multiplex New Zealand Property Fund (MNZPF). Accordingly, the Trust's control of the voting rights of MNZPF increased to 43.5% through direct ownership of MNZPF and consolidation of BAO. Management has determined that it is appropriate that BAPT's ownership of BAO and MNZPF should be considered from a Group perspective as the voting would be completed on this basis, granting control of voting power to BAPT even though they hold less than 50% of voting rights. This resulted in the Consolidated Entity now consolidating MNZPF in addition to BAO.

Financial condition

Total assets increased \$122.9 million to \$5,488.2 million at 31 December 2010 compared to \$5,365.3 million at 31 December 2009.

At 31 December 2010 existing debt facilities totalled \$1,952.9 million (2009: \$2,299.6 million) of which \$1,952.9 million was drawn (2009: \$2,158.8 million). At 31 December 2010 the Consolidated Entity had available \$nil (2009: \$140.8 million) of undrawn committed borrowing facilities in respect of which all conditions precedent, other than, for example, incurrence of costs or project facilities, had been met.

Total equity (excluding non-controlling interests) increased \$147.4 million to \$2,561.9 million at 31 December 2010 compared to \$2,414.5 million at 31 December 2009.

The Consolidated Entity's net debt gearing ratio (calculated as total interest bearing liabilities less cash assets, divided by total assets less cash assets) was 34.6% at 31 December 2010 compared to 39.3 % at 31 December 2009.

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 financial year that has significantly affected, or may affect, the Consolidated Entity's operations in future financial years, the results of those operations or the Consolidated Entity's state of affairs in future financial years.

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.

Directors' Report continued

6

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

Register of unitholders

The register of unitholders has, during the year ended 31 December 2010, been properly drawn up and maintained so as to give a true account of the unitholders of the Trust.

Indemnification and insurance of officers and auditors

The Company 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 Responsible Entity.

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

- liabilities incurred as a director or officer of the Company or a company in the Group, 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*.

The Company has also agreed to effect, maintain and pay the premium on a director's and officer's insurance policy.

This policy does not seek to insure against liabilities (other than for legal costs) arising out of:

- conduct involving a wilful breach of duty in relation to the Company or a company in the Group; or
- a contravention of sections 182 or 183 of the *Corporations Act 2001*.

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.

Contract of insurance

The Company has paid or agreed to pay a premium in respect of a contract insuring the Directors and officers of the Responsible Entity against a liability. The Directors have not included details of the nature of the liabilities covered or the amount of the premium paid in respect of the Directors' and officers' liabilities, as such disclosure is prohibited under the terms of the contract.

The Responsible Entity 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 Class Order 98/0100 (10 July 1998), issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the Directors' report and the financial report. Amounts in the Directors' report and the financial report have been rounded off in accordance with that Class Order to the nearest hundred thousand dollars, or in certain cases, to the nearest dollar, unless otherwise indicated.

Directors' Report continued 7
Brookfield Australia Property Trust and its controlled entities
For the year ended 31 December 2010

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

The lead auditor's independence declaration is set out on page 8 and forms part of the Directors' Report for the year ended 31 December 2010.

Signed in accordance with a resolution of the Directors of Brookfield Funds Management Limited made pursuant to Section 298(2) of the *Corporations Act 2001*.

Dated at Sydney, this 22nd day of February 2011



F Allan McDonald
Non-Executive Chairman
Brookfield Funds Management Limited



Russell T Proutt
Executive Director
Brookfield Funds Management Limited

Deloitte Touche Tohmatsu
ABN 74 490 121 060

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

22 February 2011

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 audit of the financial statements of Brookfield Australia Property Trust for the financial year ended 31 December 2010, 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 audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

Yours faithfully

Deloitte Touche Tohmatsu
DELOITTE TOUCHE TOHMATSU



J A Leotta
Partner
Chartered Accountants

Consolidated Statement of Comprehensive Income

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

	Note	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Revenue	5	311.1	265.6
Other income	5	27.0	22.6
Net gain/(loss) on revaluation of investment property		34.9	(283.8)
Rates, taxes and property outgoings		(68.3)	(65.0)
Finance costs	5	(176.0)	(116.3)
Other expenses		(24.2)	(31.7)
Ineffective portion of changes in fair value of derivatives		1.3	-
Share of net profit/(loss) of investments accounted for using the equity method	13	45.4	(61.7)
Net profit/(loss) for the year before income tax		151.2	(270.3)
Income tax benefit	6	2.3	-
Net profit/(loss) for the year		153.5	(270.3)
Other comprehensive income			
Currency translation differences	20	1.8	(2.9)
Changes in fair value of available for sale financial assets	20	11.1	1.9
Effective portion of changes in fair value of cash flow hedges	20	21.6	31.6
Other comprehensive income for the year		34.5	30.6
Total comprehensive income for the year		188.0	(239.7)
Profit/(loss) attributable to:			
Unitholders of the Brookfield Australia Property Trust		118.9	(289.2)
Non-controlling interest		34.6	18.9
Net profit/(loss) for the year		153.5	(270.3)
Total comprehensive income attributable to:			
Unitholders of the Brookfield Australia Property Trust		153.4	(258.6)
Non-controlling interest		34.6	18.9
Total comprehensive income for the year		188.0	(239.7)

The Consolidated Statement of Comprehensive Income should be read in conjunction with the Notes to the financial statements.

Consolidated Statement of Financial Position

10

Brookfield Australia Property Trust and its controlled entities

As at 31 December 2010

	Note	31 Dec 2010 \$m	31 Dec 2009 \$m
Current assets			
Cash and cash equivalents		55.6	56.2
Trade and other receivables	8	313.8	369.3
Derivative financial instruments	9	–	2.6
Other financial assets	11	1,300.0	1,300.0
Other assets	10	4.7	8.0
Total current assets		1,674.1	1,736.1
Non-current assets			
Trade and other receivables	8	–	37.7
Derivative financial instruments	9	6.7	0.4
Other financial assets	11	1,392.0	8.9
Interest bearing receivables	12	178.8	–
Investments accounted for using the equity method	13	16.6	801.9
Investment property	14	2,220.0	2,780.3
Total non-current assets		3,814.1	3,629.2
Total assets		5,488.2	5,365.3
Current liabilities			
Trade and other payables	15	160.0	60.2
Derivative financial instruments	9	3.9	2.1
Interest bearing loans and borrowings	16	296.4	889.0
Non-interest bearing loans and borrowings	17	188.6	202.6
Provisions	18	12.7	7.8
Total current liabilities		661.6	1,161.7
Non-current liabilities			
Trade and other payables	15	0.8	4.2
Derivative financial instruments	9	–	11.5
Interest bearing loans and borrowings	16	1,641.1	1,255.2
Deferred tax liability	6	13.4	–
Total non-current liabilities		1,655.3	1,270.9
Total liabilities		2,316.9	2,432.6
Net assets		3,171.3	2,932.7
Equity			
Issued equity	19	2,441.8	2,441.8
Reserves	20	(2.9)	(37.3)
Undistributed income	21	123.0	10.0
Total parent interests		2,561.9	2,414.5
Non-controlling interests	22	609.4	518.2
Total equity		3,171.3	2,932.7

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

Consolidated Statement of Changes in Unitholder Interests 11

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

	Issued Units (refer to Note 19) \$m	Undistributed profits/ (losses) (refer to Note 21) \$m	Reserves (refer to Note 20) \$m	Total \$m	Non- controlling Interests \$m	Total Equity \$m
As at 1 January 2010	2,441.8	10.0	(37.4)	2,414.4	518.2	2,932.6
Currency translation differences	–	–	1.8	1.8	–	1.8
Change in fair value of available for sale financial assets	–	–	11.1	11.1	–	11.1
Effective portion of changes in fair value of cash flow hedges	–	–	21.6	21.6	–	21.6
Income and expense recognised directly in equity	–	–	34.5	34.5	–	34.5
Profit for the year	–	118.9	–	118.9	34.6	153.5
Total recognised income and expenses for the year	–	118.9	34.5	153.4	34.6	188.0
Transactions with unitholders in their capacity as unitholders:						
Aquisition of subsidiaries with non-controlling interest	–	–	–	–	169.0	169.0
Deconsolidation of subsidiaries with non-controlling interest	–	–	–	–	(77.2)	(77.2)
Distributions for the year	–	(5.9)	–	(5.9)	(35.2)	(41.1)
Total transactions with unitholders in their capacity as unitholders	–	(5.9)	–	(5.9)	56.6	50.7
As at 31 December 2010	2,441.8	123.0	(2.9)	2,561.9	609.4	3,171.3
As at 1 January 2009	2,441.8	300.6	(67.9)	2,674.5	603.0	3,277.5
Currency translation differences	–	–	(2.9)	(2.9)	–	(2.9)
Change in fair value of available for sale financial assets	–	–	1.9	1.9	–	1.9
Effective portion of changes in fair value of cash flow hedges	–	–	31.6	31.6	–	31.6
Income and expense recognised directly in equity	–	–	30.6	30.6	–	30.6
Loss for the year	–	(289.2)	–	(289.2)	18.9	(270.3)
Total recognised income and expenses for the year	–	(289.2)	30.6	(258.6)	18.9	(239.7)
Transactions with unitholders in their capacity as unitholders:						
Aquisition of subsidiaries with non-controlling interest	–	–	–	–	(64.9)	(64.9)
Distributions for the year	–	(1.4)	–	(1.4)	(38.8)	(40.2)
Total transactions with unitholders in their capacity as unitholders	–	(1.4)	–	(1.4)	(103.7)	(105.1)
As at 31 December 2009	2,441.8	10.0	(37.3)	2,414.5	518.2	2,932.7

The Consolidated Statement of Changes in Unitholder Interests should be read in conjunction with the Notes to the financial statements.

Consolidated Statement Cash Flows

12

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

	Note	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Cash flows from operating activities			
Receipts from customers		277.6	289.1
Payments to suppliers		(88.8)	(91.8)
		188.8	197.3
Property finance income		20.4	–
Distributions received		33.4	1.0
Interest received		5.3	1.0
Finance costs paid		(170.7)	(110.9)
Net cash inflow from operating activities	7	77.2	88.4
Cash flows from investing activities			
Proceeds from sale of investments		1.1	(7.5)
Payments for investment properties		(71.5)	(45.8)
Proceeds from sale of investment properties		24.8	20.5
Net cash inflow/(outflow) on acquisition of subsidiary	29	4.9	(26.2)
Net cash on deconsolidation of subsidiaries	31	(18.2)	–
Loans advanced to associates		–	(5.0)
Net cash outflow from investing activities		(58.9)	(64.0)
Cash flows from financing activities			
Proceeds from borrowings		888.6	787.9
Repayment of borrowings		(924.5)	(901.1)
Net loans made to related parties		45.2	144.9
Distributions paid to unitholders and non-controlling interests in controlled entities		(28.2)	(37.1)
Net cash outflow from financing activities		(18.9)	(5.4)
Net (decrease)/increase in cash and cash equivalents held		(0.6)	19.0
Cash and cash equivalents at the beginning of the year		56.2	37.2
Cash and cash equivalents at the end of the year		55.6	56.2

The Consolidated Statements of Cash Flows should be read in conjunction with the Notes to the financial statements.

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

1 Reporting entity

Brookfield Australia Property Trust (formerly Brookfield Multiplex 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 referred to as the Group in this report.

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

This financial report comprises the results and operations of the Trust and its controlled entities (the Consolidated Entity) for the year ended 31 December 2010.

2 Basis of preparation**Statement of compliance**

The general-purpose financial report has been prepared in accordance with the Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Interpretations and the Corporations Act 2001. Accounting standards include Australian equivalents to International Financial Reporting Standards (A-IFRS). Compliance with A-IFRS ensures that the financial statements and notes of the Consolidated Entity comply with International Financial Reporting Standards (IFRS).

Unless otherwise stated, the principal accounting policies adopted in the preparation of the financial report 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 22 February 2011.

Basis of measurement

The report has 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 available for sale, 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 report is presented in Australian dollars. The Trust is of a kind referred to in ASIC Class Order 98/100, dated 10 July 1998 (updated by CO 05/641 effective 28 July 2005 and CO 06/51 effective 31 January 2006), and in accordance with that Class Order, all financial information presented in Australian dollars has been rounded to the nearest hundred thousand dollars, unless otherwise stated.

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 14, Investment property, Note 13, Investments accounted for using the equity method and Note 11, Other Financial Assets.

Notes to the Consolidated Financial Statements continued 14

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

3 Significant accounting policies

The significant policies set out below have been applied consistently to all periods presented in this report.

a Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all controlled entities of the Consolidated Entity as at 31 December 2010 and the results of all controlled entities for the year then ended.

Controlled entities

Controlled entities are entities controlled by the Consolidated Entity. Control exists when the Consolidated Entity has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable or convertible are taken into account. The financial statements of controlled entities are included in the financial report from the date control commences until the date that control ceases. The accounting policies of controlled entities have been changed where necessary to ensure consistency with the policies adopted by the Consolidated Entity.

Investments in controlled entities are carried at their cost of acquisition in the Trust's financial statements, less any impairment, if applicable.

Business combinations

Acquisitions of controlled entities and businesses are accounted for using the purchase method. The cost of the business combination is measured as the aggregate of the fair values (at the date of exchange) of assets given, liabilities incurred or assumed, and equity instruments issued by the Consolidated Entity in exchange for control of the acquiree, plus any costs directly attributable to the business combination. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under AASB 3 *Business Combinations* are recognised at their fair values at the acquisition date, except for non-current assets (or disposal groups) that are classified as held for sale in accordance with AASB 5 *Non-current Assets Held for Sale and Discontinued Operations*, which are recognised and measured at fair value less costs to sell.

Goodwill arising on acquisition is recognised as an asset and initially measured at cost, being the excess of the cost of the business combination over the Consolidated Entity's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised. If, after reassessment, the Consolidated Entity's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities exceeds the cost of the business combination, the excess is recognised immediately in profit or loss.

The interest of minority shareholders in the acquiree is initially measured at the non-controlling interests' proportion of the net fair value of the assets, liabilities and contingent liabilities recognised.

Non-controlling interests

Non-controlling interests in the net assets (excluding goodwill) of consolidated controlled entities are identified separately from the Consolidated Entity's equity therein. Non-controlling interests consist of the amount of those interests at the date of the original business combination and the non-controlling interests' share of changes in equity since the date of the combination. Losses applicable to the non-controlling interest in excess of the non-controlling interest's interest in the controlled entities' equity are allocated against the interests of the Consolidated Entity except to the extent that the non-controlling interest has a binding obligation and is able to make an additional investment to cover the losses.

Associates

The Consolidated Entity's investment in associates is accounted for using the equity method of accounting in the consolidated financial report. An associate is an entity in which the Consolidated Entity has significant influence, but not control, over their financial and operating policies.

Under the equity method, investments in associates are carried in the Consolidated Statement of Financial Position at cost plus post-acquisition changes in the Consolidated Entity's share of net assets, net profits and reserves of the associate. After application of the equity method, the Consolidated Entity determines whether it is necessary to recognise any additional impairment loss with respect to the Consolidated Entity's net investment in an associate. The Statement of Comprehensive Income reflects the Consolidated Entity's share of the results of operations of an associate, after applying consistent accounting policies to the associate.

When the Consolidated Entity's share of losses exceeds its interest in an associate, the Consolidated Entity's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Consolidated Entity has incurred legal or constructive obligations or made payments on behalf of an associate.

Where there has been a change recognised directly in the associate's equity, the Consolidated Entity recognises its share of any changes and discloses this in the consolidated Statement of Changes in Unitholder Interests.

Notes to the Consolidated Financial Statements continued 15

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

3 Significant accounting policies continued

a Principles of consolidation continued

Joint ventures

Joint ventures are those entities over whose activities the Consolidated Entity has joint control, which is established by contractual agreement.

Jointly controlled entities

Investments in jointly controlled entities, including incorporated partnerships, are accounted for using the equity method. Investments in joint venture entities are carried at the lower of the equity accounted amount and the recoverable amount.

The general purpose financial report of the Consolidated Entity includes the share of the Consolidated Entity's total recognised profits and losses of joint ventures on an equity accounted basis, from the date joint control commenced until the date joint control ceases. Other movements in reserves are recognised directly in consolidated reserves.

Jointly controlled operations and assets

The interest of the Consolidated Entity in unincorporated joint ventures and jointly controlled assets are brought to account in the financial report by recognising the assets it controls and the liabilities that it incurs, and the expenses it incurs and its share of income that it earns from the sale of goods or services by the joint venture.

Transactions eliminated on consolidation

Intra-group balances, and any unrealised gains and losses or income and expenses arising from intra-group transactions, are eliminated in preparing the financial reports of the Consolidated Entity.

b Foreign currency

Functional and presentation currency

Items included in the financial statements of each of the entities of the Consolidated Entity are measured using their functional currency, being the currency of the primary economic environment in which the entity operates. This financial report is presented in Australian dollars, which is the presentation currency of the Consolidated Entity and the functional currency of the Trust.

Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency using the relevant exchange rates prevailing at the date of the transaction. At the end of each reporting period monetary items denominated in foreign currencies are translated into the functional currency using the relevant exchange rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end of monetary items denominated in foreign currencies are recognised in the Statement of Comprehensive Income in the period in which they arise.

Translation of foreign operations

The results and financial position of all foreign operations in the Consolidated Entity that have a functional currency that is different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each Statement of Financial Position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each Statement of Comprehensive Income are translated at an average rate for the period that approximates the rates at the dates of the transactions; and
- all resulting exchange differences are recognised as a separate component of equity.

Net investment in foreign operations

On consolidation, exchange differences arising from the translation of the net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments, are taken to shareholders' equity. When a foreign operation is sold, such exchange differences are recognised in the Statement of Comprehensive Income as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

c Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Consolidated Entity and the revenue can be reliably measured. The following specific criteria must also be met before revenue is recognised. Where amounts do not meet the recognition criteria, they are deferred and recognised in the period in which the recognition criteria are met.

Revenues are recognised at the fair value of the consideration received for the sale of goods and services, net of the amount of goods and services tax, rebates and discounts and after sales within the Consolidated Entity are eliminated. Exchange of goods or services of the same nature and value without any cash consideration are not recognised as revenues.

Revenue is recognised for the major business activities as follows:

Notes to the Consolidated Financial Statements continued 16

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

3 Significant accounting policies continued

c Revenue recognition continued

Property rental revenue

Rental income from investment property earned under an operating lease is recognised in the Statement of Comprehensive Income on a straight-line basis over the term of the lease.

In accordance with Interpretation 115 *Operating Leases – Incentives*, lease incentives granted are recognised by the Consolidated Entity as an integral part of the total rental income and are amortised on a straight-line basis and deducted from rental income over the term of the lease.

Contingent rents are recorded as income by the Consolidated Entity in the periods in which they are earned.

Interest revenue

Interest revenue is recognised as it accrues, taking into account the effective yield on the financial asset.

Dividends and distributions

Income from dividends and distributions is recognised when the right of the Consolidated Entity to receive payment is established. The Trust receives dividends and distributions out of post-acquisition profits from its controlled entities.

Dividends and distributions received from associates, where the equity method of accounting is used, reduce the carrying amount of the investment of the Consolidated Entity in that associate and are not recognised as revenue.

d Expenses

Expenses including rates, taxes and other property outgoings are brought to account on an accruals basis, and any related payables are carried at amortised cost.

Finance costs

Finance costs are recognised as expensed using the effective interest method. Financing costs are recognised as expenses in the period in which they are incurred, except where they are included in the costs of inventories or investment properties under development. Where borrowings are specific to particular inventory assets or investment properties under development, the rate at which borrowing costs are capitalised is determined by reference to the actual borrowing costs incurred.

Financing costs include:

- interest on bank overdrafts and short-term and long-term borrowings, including amounts paid or received on interest rate swaps;
- amortisation of discounts or premiums relating to borrowings;
- amortisation of ancillary costs incurred in connection with the arrangement of borrowings;
- finance lease charges; and
- certain exchange differences arising from foreign currency borrowings.

e Trust income tax – Brookfield Australia Property Trust

On 1 January 2008, Brookfield Australia Property Trust and its resident Australian wholly owned controlled entities joined the Australian tax consolidated group of Brookfield Holdco (Australia) Pty Limited.

On entry to the Brookfield Holdco (Australia) Pty Limited Australian tax consolidated group, Brookfield Australia Property Trust and its resident Australian wholly owned controlled entities entered into a tax sharing agreement which, in the opinion of the Directors, limits the joint and several liability of the wholly owned entities in the case of default by Brookfield Holdco (Australia) Pty Limited.

The tax sharing agreement also contains tax funding provisions. Pursuant to the tax funding provisions, Brookfield Australia Property Trust and its wholly owned Australian controlled entities are not required to compensate Brookfield Holdco (Australia) Pty Limited on the basis that all taxable income is distributed by Brookfield Australia Property Trust.

Under current income tax legislation, the Trust and its controlled entities are not liable for Australian income tax provided that the taxable income is fully distributed to unitholders each year, and any taxable capital gain derived from the sale of an asset acquired after 19 September 1985 is fully distributed to unitholders.

The Trust fully distributes its taxable income each year, calculated in accordance with the Trust Constitution and applicable legislation, to unitholders who are presently entitled to income under the Constitution. Realised capital losses and tax losses are not distributed to unitholders but are carried forward in the Trust to be offset against any future realised capital gains and taxable income of the Trust subject to Australian income tax legislation.

Tax allowances for building and plant and equipment depreciation may be distributed to unitholders in the form of a tax deferred component of distributions.

The New Zealand operations of the Consolidated Entity are subject to New Zealand tax on their taxable earnings.

Notes to the Consolidated Financial Statements continued 17

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

3 Significant accounting policies continued

f Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the respective Taxation Authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the respective Taxation Authority is included as a current asset or liability in the Statement of Financial Position.

Cash flows are included in the Statement of Cash Flows on a gross basis. The GST components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the respective Taxation Authority are classified as operating cash flows.

g Derivative financial instruments

The Consolidated Entity uses derivative financial instruments to hedge its exposure to foreign exchange and interest rate risks arising from operational, financing and investing activities. In accordance with its treasury policy, which documents policies and limits approved by the Board of Directors in respect of the use of derivative financial instruments to hedge cash flows subject to interest rate and currency risks of the relevant entity, the Consolidated Entity does not hold or issue derivative financial instruments for trading purposes. However, derivatives that do not qualify for hedge accounting are accounted for as financial assets at fair value through profit or loss.

Derivative financial instruments are initially recognised at fair value and are subsequently remeasured on a fair value basis. The gain or loss on re-measurement to fair value is recognised immediately in the Statement of Comprehensive Income. However, where derivatives qualify for hedge accounting, recognition of any resultant gain or loss depends on the nature of the item being hedged.

The fair value of interest rate swaps is the estimated amount that the Consolidated Entity would receive or pay to terminate the swap at the statement of financial position date, taking into account current interest rates and the current creditworthiness of the swap counterparties. The fair value of forward exchange contracts is their quoted market price at the Statement of Financial Position date, being the present value of the quoted forward price.

Embedded derivatives are derivative instruments that are embedded in another contract, they will be recognised as a financial asset or liability at fair value through the profit and loss unless the embedded derivative does not significantly modify the cashflow that otherwise would be required by the contract.

Hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Consolidated Entity enters into hedges of actual and highly probable forecast transactions (cash flow hedges).

The Consolidated Entity documents at inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking hedge transactions. The Consolidated Entity also documents its assessment, both at the inception of the hedge and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in cash flows of the hedged items.

Hedging activities continued

The effective portion of changes in fair value of cash flow hedges is recognised directly in equity. Movements in the hedging reserve are shown in the Statement of Changes in Equity. The gain or loss relating to any ineffective portion is recognised immediately in the Statement of Comprehensive Income.

Amounts deferred in equity are recycled to the Statement of Comprehensive Income in the periods when the hedged item will affect profit or loss (for instance when the forecast sale that is hedged takes place). However, when the forecast transaction that is hedged results in the recognition of a non-financial asset or a liability, the gains or losses previously deferred in equity are transferred from equity and included in the initial measurement of the cost of the asset or liability.

When a hedging instrument expires or is sold, terminated or exercised, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the Statement of Comprehensive Income. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to the Statement of Comprehensive Income.

Notes to the Consolidated Financial Statements continued 18

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

3 Significant accounting policies continued

g Derivative financial instruments continued

Derivatives that do not qualify for hedge accounting

Certain derivative instruments do not qualify for hedge accounting. Changes in the fair value of any derivative instruments that do not qualify for hedge accounting are recognised immediately in the Statement of Comprehensive Income.

Financial guarantee contracts

For financial guarantee contract liabilities, the fair value at initial recognition is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payment that would be required without the guarantee. Where guarantees in relation to loans of controlled entities or associates are provided for no compensation, the fair values are accounted for as part of the cost of the investment.

h Cash and cash equivalents

For purposes of the Statement of Cash Flows, cash includes cash balances, deposits at call with financial institutions and other highly liquid investments, with short periods to maturity, which are readily convertible to cash on hand and are subject to an insignificant risk of changes in value, net of outstanding bank overdrafts.

i Trade and other receivables

Trade debtors and other receivables are stated at their amortised cost less any identified impairment losses. Impairment charges are brought to account as described in Note 3q.

Non-current receivables are measured at amortised cost using the effective interest rate method.

j Investments and other financial assets

Financial instruments held by the Consolidated Entity classified as being available for sale are stated at fair value, with any resultant gain or loss recognised directly in equity, except for impairment losses and, in the case of monetary items, foreign exchange gains and losses. Where these investments are derecognised, the cumulative gain or loss previously recognised directly in equity is recognised in the Statement of Comprehensive Income. Where these investments are interest bearing, interest calculated using the effective interest method is recognised in the Statement of Comprehensive Income.

The fair value of exchange traded financial instruments is their quoted bid price at the reporting date.

Other investments are carried at the lower of cost and estimated recoverable amount.

Purchases and sales of financial assets that require delivery of assets are recognised on the trade date.

k Property Financial Asset

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 of, and the funds from operations generated from, the underlying properties that are subject to the total return swap and option. Refer for note 31 for further information.

l Leased assets

Lease payments made under operating leases are recognised as an expense in the Statement of Comprehensive Income on a straight-line basis over the term of the lease.

In accordance with Interpretation 115 *Operating Leases – Incentives* lease incentives received are recognised in the Statement of Comprehensive Income on a straight-line basis as they are an integral part of the total lease expense over the lease term.

Notes to the Consolidated Financial Statements continued 19

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

3 Significant accounting policies continued

m Sale of non-current assets

Non-current assets held for sale at reporting date

Non-current assets that are expected to be recovered primarily through sale rather than through continuing use are classified as held for sale if the assets meet the requirements of AASB 5 *Non-current Assets Held for Sale and Discontinued Operations*. The assets are measured at the lower of their carrying amount and fair value less costs to sell, except for investment property which is measured at fair value.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell if applicable. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain not previously recognised by the date of the sale of the non-current asset is recognised at the date of derecognition.

Non-current assets classified as held for sale are presented separately from the other current assets in the Statement of Financial Position.

In the course of its ordinary activities, other transactions (including the sale of non-current assets such as investments and operating assets) may be undertaken that are incidental to the main revenue generating activities of the Consolidated Entity.

The results of such transactions are presented by netting the sale proceeds on disposal less selling costs and the carrying value of the asset at the date control of the asset passes to the buyer.

n Investment property

Investment property is property held to earn long-term rental yields and/or for capital appreciation.

Land and buildings are considered to have the function of an investment and are therefore regarded as a composite asset, the overall value of which is influenced by many factors, the most prominent being income yield, rather than diminution in the value of the building component due to the passing of time. Accordingly, the buildings and all components thereof, including integral plant and equipment, are not depreciated.

Investment properties acquired are initially recorded at their cost of acquisition, being the fair value of the consideration provided plus incidental costs directly attributable to the acquisition. Investment properties are subsequently carried at fair value based on the principles outlined below.

The costs of assets constructed/redeveloped internally include the costs of materials, direct labour, directly attributable overheads, financing costs and other incidental costs.

Where the contracts of purchase include a deferred payment arrangement, amounts payable are recorded at their present value, discounted at the rate applicable to the Consolidated Entity if a similar borrowing were obtained from an independent financier under comparable terms and conditions.

o Valuations

Investment properties are stated at their fair value at the Statement of Financial Position date.

The investment properties of the Consolidated Entity are internally valued at every reporting date and independently valued every three years or whenever it is believed that the fair value of a property differs significantly from its carrying value, based on a material change to the assumptions and market conditions underlying the valuation. These valuations are considered by the Directors when determining fair value.

The fair value of investment property is the price at which the property could be exchanged between knowledgeable, willing parties in an arm's length transaction, and is determined:

- without any deduction for transaction costs the entity may incur on sale or other disposal;
- reflecting market conditions at the reporting date;
- reflecting rental income from current leases and reasonable and supportable assumptions that represent what knowledgeable, willing parties would assume about rental income from future leases in the light of current conditions. It also reflects, on a similar basis, any cash outflows that could be expected in respect of the property;
- assuming simultaneous exchange and completion of the contract for sale without any variation in price that might be made in an arm's length transaction between knowledgeable, willing parties if exchange and completion are not simultaneous;
- ensuring that there is no double counting of assets or liabilities that are recognised as separate assets or liabilities; and
- without inclusion of uncommitted future capital expenditure that will improve or enhance the property. The valuation does not reflect the related future benefits from this future expenditure.

Investment properties are derecognised when they have either been disposed of or when the investment property is permanently withdrawn from use and no future benefit is expected from its disposal.

Any gains or losses arising from a change in the fair value of investment property are recognised in the Statement of Comprehensive Income in the period in which they arise.

Notes to the Consolidated Financial Statements continued 20

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

3 Significant accounting policies continued

p Intangible assets and goodwill

All business combinations are accounted for by applying the purchase method. In respect of business acquisitions that have occurred since 1 July 2004, goodwill represents the difference between the cost of the acquisition and the fair value of the net identifiable assets acquired. In respect of acquisitions prior to this date, goodwill is included on the basis of its deemed cost.

Goodwill is stated at cost less any accumulated impairment losses. Goodwill is allocated to cash-generating units and is not amortised but is tested annually for impairment. In respect of associates, the carrying amount of goodwill is included in the carrying amount of the investment in the associate.

A discount arising on an acquisition is recognised immediately in the Statement of Comprehensive Income.

q Impairment

If any indication of impairment exists, the carrying amounts of the applicable assets of the Consolidated Entity, other than investment property, inventories, construction contracts and deferred tax assets are reviewed and the asset's recoverable amount is estimated.

For determining impairment of goodwill and intangible assets that have an indefinite useful life and intangible assets that are not yet available for use, the recoverable amount is reviewed annually.

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the Statement of Comprehensive Income.

When a decline in the fair value of an available for sale financial asset has been recognised directly in equity and there is objective evidence that the asset is impaired, the cumulative loss that had been recognised in equity is recognised in the Statement of Comprehensive income. The amount of the cumulative loss that is recognised in the Statement of Comprehensive Income is the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognised in the Statement of Comprehensive Income.

r Calculation of recoverable amount

The recoverable amount of loans and receivables carried at amortised cost is calculated as the present value of the estimated future cash flows, discounted at the original effective interest rate (being the effective interest rate computed at initial recognition of these financial assets). Receivables with a short duration are not discounted.

Impairment of receivables is not recognised until objective evidence is available that an impairment event has occurred. Significant receivables are individually assessed for impairment. Receivables that are not assessed as impaired or are not significant are placed into portfolios of assets with similar risk profiles and a collective assessment of impairment is performed.

The recoverable amount of other assets is the greater of their fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

s Reversals of impairment

An impairment loss in respect of loans and receivables is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised.

An impairment loss in respect of an investment in an equity instrument classified as available for sale is reversed through the Statement of Changes in Equity. If the fair value of a debt instrument classified as available for sale increases and the increase can be related to an event occurring after the impairment loss was recognised in the Statement of Comprehensive Income, the impairment loss shall be reversed, with the amount of the reversal recognised in the Statement of Comprehensive Income.

An impairment loss in respect of goodwill is not reversed.

In respect of other assets, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the carrying amount of the asset does not exceed the carrying amount that would have been determined, net of depreciation and amortisation, if no impairment loss had been recognised.

t Trade and other payables

Payables are stated at amortised cost and represent liabilities for goods and services provided to the Consolidated Entity prior to the end of the financial period and which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

u Interest bearing liabilities

Interest bearing liabilities are recognised initially at fair value less any attributable transaction costs. Subsequent to initial recognition, interest bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in the Statement of Comprehensive Income over the period of the borrowings on an effective interest basis.

Notes to the Consolidated Financial Statements continued 21

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

3 Significant accounting policies continued

v Provisions

A provision is recognised if, as a result of a past event, the Consolidated Entity has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

w Distributions

The Trust seeks to fully distribute its taxable income to its unitholders. Distributions may also include capital gains arising from the disposal of investments and tax deferred income. Unrealised gains and losses on investments that are recognised as income (for example, fair value adjustments relating to investment properties) are usually retained and are generally not assessable or distributed until realised. Capital losses are not distributed to unitholders but are retained to be offset against any future realised capital gains.

A liability is recognised for the amount of any distribution declared by the Directors of Brookfield Funds Management Limited as the Responsible Entity of the Trust on or before the end of the reporting period but not distributed or paid at the reporting date.

x Issued equity

Units are classified as equity. Incremental costs directly attributable to the issue of new units are shown in equity as a deduction, net of tax, from the proceeds.

Other instruments that were classified as equity instruments in accordance with AASB 132 *Financial Instruments: Disclosure and Presentation* are disclosed as other equity securities within contributed equity.

Non-controlling interests represents the portion of profit or loss and net assets in entities not wholly owned by the Consolidated entity and are presented separately in the Statement of Comprehensive Income and within equity in the Statement of Financial Position.

y New standards and interpretations not yet adopted

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 31 December 2010 but have not been applied preparing these financial statements:

AASB 9 *Financial Instruments* is effective from annual periods beginning on or after 1 January 2013 introduces new requirements for classifying and measuring financial assets, as follows, debt instruments meeting both a business model test and a cash flow characteristics test are measured at amortised cost and investments in equity instruments can be designated as fair value through other comprehensive income with only dividends being recognised in the Statement of Comprehensive Income. The Group has not yet decided when to adopt AASB 9 or determined the consequential impact of the amendment.

IAS 24 *Related Party Disclosures* modifies the definition of a related party and simplifies some disclosures for government related entities. As the Consolidated Entity is not a government related entity these disclosure are not expected to have an impact and therefore the Consolidated Entity have not opted for early adoption. The changes may however effect counterparties of the Consolidated Entity which previously did not fall within the scope of a related party. The Consolidated Entity has not yet decided when to adopt the IAS 24 changes or determined the consequential impact of the amendment.

IAS 32 *Classification of Rights Issues* addresses the classification of certain rights issues denominated in a foreign currency as either an equity instrument or as a financial liability. To date, the Consolidated Entity has not entered into any arrangements that would fall within the scope of the amendments. However, if the Consolidated Entity does enter into any rights issues within the scope of the amendments in future accounting periods, the amendments to IAS 32 will have an impact on the classification of those rights issues.

IFRIC 19 *Extinguishing Financial Liabilities with Equity Instruments* provides guidance regarding the accounting for the extinguishment of a financial liability by the issue of equity instruments. To date, the Consolidated Entity has not entered into transactions of this nature. However, if the Consolidated Entity does enter into any such transactions in the future, IFRIC 19 will affect the required accounting. In particular, under IFRIC 19, equity instruments issued under such arrangements will be measured at their fair value, and any difference between the carrying amount of the financial liability extinguished and the fair value of equity instruments issued will be recognised in profit or loss.

z Comparatives

Where deemed necessary, the comparatives have been reclassified to achieve consistency with the current year.

Notes to the Consolidated Financial Statements continued 22

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

4 Parent entity disclosures

	Trust Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Assets		
Current assets	2,081.6	2,176.8
Non-current assets	3,204.6	3,145.8
Total assets	5,286.2	5,322.6
Liabilities		
Current liabilities	2,747.8	1,991.6
Non-current liabilities	11.7	913.0
Total liabilities	2,759.5	2,904.6
Equity		
Units on issue	2,441.8	2,441.8
Reserves	0.8	(6.4)
Undistributed income	84.1	(17.4)
Total Equity	2,526.7	2,418.0
Net profit/(loss) for the year	106.4	(87.3)
Other comprehensive income/(loss) for the year	7.2	9.1
Total comprehensive income/(loss) for the year	113.6	(78.2)

5 Revenues and expenses

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Revenues		
Property rental revenue	241.3	225.1
Recoverable outgoings	44.0	37.8
Property finance income	20.4	-
Interest revenue – loans and receivables	5.4	2.7
Total revenues	311.1	265.6
Other income		
Gain on acquisition of subsidiaries	25.0	20.0
Distributions	2.0	-
Other income	-	2.6
Total other income	27.0	22.6
Finance costs		
Interest and finance charges – external parties	(146.1)	(100.8)
Amortisation of borrowing costs	(21.5)	(9.6)
Other	(8.4)	(5.9)
Total finance costs	(176.0)	(116.3)

Notes to the Consolidated Financial Statements continued 23

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
6 Income Tax		
Income tax benefit		
Deferred income tax		
Relating to origination and reversal of temporary differences and tax losses	2.3	–
Income tax benefit	2.3	–
Numerical reconciliation of income tax expense to prima facie tax payable		
Accounting profit/(loss) before income tax from continuing operations	151.2	(270.3)
Prima facie income tax (expense)/benefit on profit/(loss) using the domestic corporation tax rate of 30% (2009: 30%)	(45.4)	81.1
Tax effect of amounts which are not (deductible)/assessable in calculating taxable income:		
Non-taxable Trust profit and consolidation adjustments	47.7	(81.1)
Income tax benefit	2.3	–

Deferred tax assets and liabilities	Assets		Liabilities		Net	
	31 Dec 2010 \$m	31 Dec 2009 \$m	31 Dec 2010 \$m	31 Dec 2009 \$m	31 Dec 2010 \$m	31 Dec 2009 \$m
Consolidated						
Investment property	–	–	(13.4)	–	(13.4)	–
Net tax assets/(liabilities)	–	–	(13.4)	–	(13.4)	–

	31 Dec 2010 \$m	31 Dec 2009 \$m
7 Reconciliation of net profit/(loss) to net cash flows from operating activities		
Net profit/(loss) for the year	153.5	(270.3)
Amortisation	6.3	3.6
Fair value adjustments	(36.2)	283.8
Share of (profit)/loss of associates	(45.4)	62.7
Gain on consolidation	(25.0)	19.2
Other impairments	7.3	–
Change in operating assets and liabilities, net of effects from purchase and disposal of controlled entities:		
(Increase)/decrease in trade debtors	(0.8)	(3.5)
(Increase)/decrease in capitalised borrowing cost	1.0	(7.4)
(Decrease)/increase in provisions	4.9	(1.5)
(Decrease)/increase in trade and other payables	8.6	9.4
(Decrease)/increase in deferred tax liabilities	(2.3)	–
(Increase)/decrease in other assets	2.0	(2.0)
(Increase)/decrease in prepayments	3.3	(5.6)
Net cash inflow/(outflow) from operating activities	77.2	88.4

Significant non-cash transactions

Refer to Note 31 for details of a significant non-cash transaction that occurred during the year.

Notes to the Consolidated Financial Statements continued 24

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

	31 Dec 2010 \$m	31 Dec 2009 \$m
8 Trade and other receivables		
Current		
Trade receivables ¹	3.5	4.1
Less: Allowance for doubtful debts	(0.8)	(2.2)
	2.7	1.9
Amounts due from Brookfield Holdco (Australia) Pty Limited and its controlled entities ²	297.4	365.7
Amounts due from associates ³	2.0	1.7
Other debtors ⁴	11.7	–
Total current trade and other receivables	313.8	369.3
Non-current		
Other debtors ⁴	–	37.7
Total non-current trade and other receivables	–	37.7
Total trade and other receivables	313.8	407.0

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. An allowance of \$0.8 million (2009: \$2.2 million) has been recognised for specific trade receivables.

² Amounts classified as current receivables relating to amounts due from Brookfield Holdco (Australia) Pty Limited and its controlled entities are unsecured and are repayable when called.

³ Represents distributions receivable from associates. No interest is charged and the amounts are due within the normal receivable terms.

⁴ These amounts generally arise from transactions outside the usual operating activities of the Consolidated Entity. Interest may be charged at commercial rates where the terms of repayment exceed six months. Collateral is not normally obtained.

As of 31 December 2010, trade receivables of \$0.7 million (2009: \$1.5 million) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of defaults and the amounts are still considered recoverable. The ageing analysis is as follows:

	31 Dec 2010 \$m	31 Dec 2009 \$m
1 – 30 days	2.0	0.4
30 – 60 days	0.1	0.1
60 – 90 days	–	0.1
> 90 days	0.6	1.3
	2.7	1.9

There are no receivables that have had renegotiated terms that would otherwise have been past due or impaired.

Movements in provision for the impairment of receivables are as follows:

	31 Dec 2010 \$m	31 Dec 2009 \$m
Balance at beginning of the year	(2.2)	–
Provision recognised during the year	(1.0)	(2.2)
Other ¹	2.2	–
Receivables written off during the year as uncollectable	0.2	–
Balance at end of the year	(0.8)	(2.2)

¹ Other movement relates to the transaction which took place whereby subsidiaries of BAM transferred control of several properties to subsidiaries of BPO. Refer to Note 31 for further information.

The creation and release of the provision for impaired receivables has been included in the Rates, taxes and property outgoings line in the Statement of Comprehensive Income.

Notes to the Consolidated Financial Statements continued 25

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

	31 Dec 2010 \$m	31 Dec 2009 \$m
9 Derivative financial instruments		
Current assets		
Interest rate swap contracts	–	2.6
Total current derivative assets	–	2.6
Non-current assets		
Interest rate swap contracts	6.7	0.4
Total non-current derivative assets	6.7	0.4
Total derivative assets	6.7	3.0
Current liabilities		
Interest rate swap contracts	3.9	2.1
Total current derivative liabilities	3.9	2.1
Non-current liabilities		
Interest rate swap contracts	–	11.5
Total non-current derivative liabilities	–	11.5
Total derivative liabilities	3.9	13.6

Refer to Note 30 for further information regarding derivative financial instruments.

	31 Dec 2010 \$m	31 Dec 2009 \$m
10 Other assets		
Current		
Prepayments	4.7	8.0
Total other assets	4.7	8.0

	31 Dec 2010 \$m	31 Dec 2009 \$m
11 Other financial assets		
Current		
Investment in Promissory Note ¹	1,300.0	1,300.0
Total other financial assets - current	1,300.0	1,300.0
Non current		
Available for sale investments	159.9	8.9
Property financial assets²		
Brookfield Prime Property Fund ³	145.9	–
King Street Wharf Retail ³	43.2	–
World Square Retail & Carpark ³	56.5	–
KPMG Tower ³	62.3	–
Darling Park Complex ³	336.1	–
Bourke Place Trust ³	175.6	–
Southern Cross East Tower ³	412.5	–
Total other financial assets – non current	1,392.0	8.9

¹The promissory note is non-interest bearing and repayable on demand. It is subordinate to a syndicated facility that matures in April 2013 between Brookfield (GP) Australia Inc in its capacity as general partner of Brookfield Finance (Australia).

²For further information regarding property financial assets refer to Note 31.

³Properties from which property financial income is determined.

Notes to the Consolidated Financial Statements continued 26

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

	31 Dec 2010 \$m	31 Dec 2009 \$m
12 Interest bearing receivables		
Non-current		
Interest bearing receivables from related parties	178.8	-
Total interest bearing receivables	178.8	-

	31 Dec 2010 \$m	31 Dec 2009 \$m
13 Investments accounted for using the equity method		
Investment in associates	26.0	505.2
Less: Impairment of investments in associates	(9.4)	(31.5)
Carrying value of investments in associates	16.6	473.7
Investment in joint venture entities	-	328.2
Total investments accounted for using the equity method	16.6	801.9

Investments in associates

Investments in associates are accounted for in the consolidated financial statements using the equity method of accounting.

Details of material interests in associates are as follows:

	Principal activities	Country of incorporation	Equity ownership		Carrying value	
			31 Dec 2010 %	31 Dec 2009 %	31 Dec 2010 \$m	31 Dec 2009 \$m
Consolidated Investment						
Bourke Place Trust ^{1, 2}	Property Investment	Australia	n/a	43	-	169.0
Multiplex New Zealand Property Fund ³	Property Investment	Australia	n/a	24	-	21.6
Brookfield Australian Opportunities Fund ³	Property Investment	Australia	n/a	21	-	10.4
Multiplex European Property Fund	Property Investment	Australia	25	20	16.6	7.9
Ernst & Young, Sydney ²	Property Investment	Australia	n/a	50	-	264.8
Total investments in associates					16.6	473.7

¹The balance date of all associates, except for Bourke Place Trust, is 30 June. The balance date for Bourke Place Trust is 31 December.

² Refer to Note 31 for information regarding derecognition of these assets.

³ During the year the Consolidated Entity acquired a controlling interest in BAO and MNZPF. As a result of this acquisition the Consolidated Entity now consolidates the results of those entities. Refer to Note 29 for further information.

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Share of associates' revenues and profits		
Total revenue	52.8	48.5
Total share of associates' net profit after tax accounted for using the equity method	23.7	4.6
Share of associates' assets and liabilities		
Assets	121.5	704.0
Liabilities	(104.3)	(191.0)
Net assets	17.2	513.0

Notes to the Consolidated Financial Statements continued 27

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

13 Investments accounted for using the equity method continued

	31 Dec 2010 \$m	31 Dec 2009 \$m
Allowance for impairment related to investments in associates		
Carrying amount at beginning of year	31.5	12.3
Derecognition of impairment recognised in relation to Multiplex New Zealand Property Fund	(16.3)	16.3
Derecognition of impairment recognised in relation to Brookfield Australian Opportunities Fund	(5.8)	6.4
Derecognition of impairment recognised in relation to Brookfield Prime Property Fund ²	-	(3.5)
Carrying amount at end of year	9.4	31.5

In accordance with AASB 128 *Investments in Associates* and AASB 139 *Financial Instruments: Recognition and Measurement*, an assessment must be made at each reporting date whether there is an indication that an asset is impaired. A review of each investment accounted for using the equity method was performed at the reporting date and no indicators of impairment were noted.

Investments in joint venture entities

Investments in joint venture entities are accounted for in the consolidated financial statements using the equity method of accounting. Details of material interests in joint venture entities are as follows:

	Principal activities	Country of incorporation	Ownership interest		Carrying value	
			31 Dec 2010 %	31 Dec 2009 %	31 Dec 2010 \$m	31 Dec 2009 \$m
Consolidated Investment						
Darling Park Trust ¹	Property Investment	Australia	n/a	50	-	328.2
Total investments in joint venture entities					-	328.2
					Consolidated	
					Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Share of joint venture entities' revenues and profit						
Revenues					20.0	5.2
Total share of joint venture's net profit after tax accounted for using the equity method					21.7	2.7
Share of joint venture entities' assets and liabilities						
Assets					-	360.5
Liabilities					-	(1.3)
Net assets					-	359.2

Commitments and contingencies

Contingent liabilities and contingent assets exist in respect of guarantees and insurance bonds issued to clients and guarantees received by the joint venture entities from its subcontractors in lieu of cash retentions on building contracts. In addition, insurance performance bonds have also been issued to some clients in support of the joint venture's performance under its bank guarantees and building contracts.

¹ Refer to Note 31 for information regarding derecognition of this asset.

² Multiplex Prime Property Fund changed its legal name to Brookfield Prime Property Fund during the financial year.

Notes to the Consolidated Financial Statements continued 28

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

14 Investment property

Independent valuations

Investment properties in the tables below indicate the directly owned and partially owned investments held to either earn a rental income or for capital appreciation or for both.

	Carrying value	
	31 Dec 2010 \$m	31 Dec 2009 \$m
Consolidated (wholly owned)		
Fujitsu Centre, North Sydney, NSW ⁶	92.7	91.0
Jessie Street Centre, Parramatta, NSW	253.2	246.0
King Street Wharf Retail, Sydney, NSW ⁴	–	90.0
Sydney Water Headquarters, Parramatta, NSW	149.0	142.0
Pittwater Place, Sydney, NSW	59.8	62.5
Rosehill, Sydney, NSW	90.4	87.4
Luna Park Car Park, Sydney, NSW	6.6	5.5
American Express House, Sydney, NSW ^{1, 4, 7}	–	125.0
Southern Cross East Tower, Melbourne, VIC ^{2, 4}	–	537.5
Defence Plaza, Melbourne, VIC ^{1, 4}	–	59.5
AMP Place, Brisbane, QLD	172.2	172.0
CBA Building, Brisbane, QLD	177.7	171.0
Carole Park, Brisbane, QLD	15.2	14.9
Great Western Super Centre, Brisbane, QLD	53.0	49.0
Meeandah, Brisbane, QLD	4.2	4.0
Peachy QuarryLand, Brisbane, QLD ⁸	11.3	11.3
Ernst & Young Building, Perth WA	65.0	60.0
Infrastructure House, Canberra, ACT ⁹	67.5	66.0
Gen-i Tower, Auckland, New Zealand ³	58.9	–
ASB Centre, Auckland, New Zealand ³	89.3	–
Telecom House, Auckland, New Zealand ³	30.3	–
AIA House, Takapuna, New Zealand ³	20.6	–
University Building, Auckland, New Zealand ³	7.6	–
Uniservices House, Auckland, New Zealand ³	13.6	–
The Plaza, Auckland, New Zealand ³	7.1	–
EDS House, Wellington, New Zealand ³	20.6	–
Conservation House, Wellington, New Zealand ³	36.7	–
Distribution Centre, Mangere, New Zealand ³	52.2	–
Valley Mega Centre, New Plymouth – Stage 1, New Zealand ³	16.6	–
Valley Mega Centre, New Plymouth – Stage 2, New Zealand ³	15.2	–
The Foundry, Melbourne, VIC ⁵	88.3	45.0
The Hub, Whakatane, New Zealand ³	27.4	–
Total wholly owned investment property	1,702.2	2,039.6

Notes to the Consolidated Financial Statements continued 29

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

14 Investment property continued

	Carrying value	
	31 Dec 2010 \$m	31 Dec 2009 \$m
Consolidated (partial ownership)		
IAG House, Sydney, NSW, (50%) ¹⁰	175.2	172.5
KPMG Tower, Sydney, NSW, (50%) ⁴	–	135.0
NAB House, Sydney, NSW, (25%) ¹⁰	96.3	88.8
World Square Retail & Car Park, Sydney, NSW, (50%)	–	101.0
ANZ Centre, Brisbane, QLD (50%)	56.2	58.1
BankWest Tower, Perth, WA (50%)	135.3	127.5
Carillion & City Arcades, Perth, WA (50%)	54.8	57.8
Total partially owned investment property	517.8	740.7
Total investment property	2,220.0	2,780.3

¹ Properties owned by Brookfield Prime Property Fund.

² Brookfield Prime Property Fund owns 25% of this property.

³ Recognition due to consolidation of MNZPF. Last valuation in NZ\$ is converted at the 31 December 2010 exchange rate A\$1 = NZ\$1.3171

⁴ Transferred to Financial Assets due to transaction, refer to Note 31.

⁵ During the year the Consolidated Entity acquired the remaining 50% interest in The Foundry development site.

⁶ Formerly named 15 Blue Street

⁷ Formerly named Amex Building

⁸ Formerly named Keperra Peachy Quarry

⁹ Formerly named 111 Alinga Street

¹⁰ On 27 September 2010 subsidiaries of BAM entered into a transaction whereby BPO acquired an option over these assets.

Property valuations

Property investments are investments in properties which are held either to earn rental income or for capital appreciation or both. Property investments are stated at fair value. 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 a property differs significantly from its carrying value, based on a material change to the assumptions and market conditions underlying the valuation. In the current year, the external valuations were performed by Colliers International and CBRE. The fair values are based on market values, being the estimated amount for which a 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 year 27 properties were externally valued. At 31 December 2010, external valuations were performed for four of the properties within the portfolio. All other 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 property investments. The 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 capitalisation rates utilised in the 31 December 2010 valuations ranged from 6.88% to 10.00%.

Any gain or loss from a change in fair value is recognised in the Statement of Comprehensive Income. All property acquisition costs in respect of properties acquired are capitalised into the value of the property investments at the time of purchase to reflect the total acquisition cost in the Statement of Financial Position. Additions and other expenditure on property investments which are capital in nature are 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.

Notes to the Consolidated Financial Statements continued 30

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

14 Investment property continued

	31 Dec 2010 \$m	31 Dec 2009 \$m
Reconciliation of the carrying amount of investment properties is set out below:		
Carrying amount as at beginning of year	2,780.3	2,677.1
Transfer from Property, Plant and Equipment – at cost	–	190.5
Capital expenditure	47.4	33.0
Additions ²	469.8	184.5
Disposals	(24.7)	(21.0)
Transfer to preproperty financial assets ¹	(1,074.0)	–
Net gain/(loss) from fair value adjustments to investment properties	49.2	(267.7)
Change due to impact of straight-lining of rental income	(14.3)	(16.1)
Impact of foreign exchange rates	(13.7)	–
Carrying amount at end of year	2,220.0	2,780.3

¹Refer to Note 31 for further information regarding derecognition of these assets.

²Refer to Note 29 for further information regarding the impact of this transaction.

Leasing arrangements

Completed investment properties are leased to tenants under long-term operating leases with rentals payable monthly. Minimum lease receivables under non-cancellable operating leases of investment properties not recognised in the financial statements are receivable as follows:

	31 Dec 2010 \$m	31 Dec 2009 \$m
Within one year	173.1	285.9
Later than one year but not later than five years	558.4	987.8
Later than five years	354.7	1,082.8
	1,086.2	2,356.5

Annual rent receivable by the Consolidated Entity under current leases from tenants is earned from commercial, industrial, retail and car park assets. Rent reviews are generally performed based on either market rent on an annual basis or fixed percentage increase in accordance with the lease agreements.

	31 Dec 2010 \$m	31 Dec 2009 \$m
15 Trade and other payables		
Current		
Trade payables	1.6	0.7
Other creditors and accruals	158.4	59.5
Total current trade and other payables	160.0	60.2
Non-current		
Other creditors and accruals	0.8	4.2
Total non-current trade and other payables	0.8	4.2
Total trade and other payables	160.8	64.4

	31 Dec 2010 \$m	31 Dec 2009 \$m
16 Interest bearing loans and borrowings		
Carrying amounts		
Current interest bearing loans and borrowings	298.5	889.9
Less: deferred borrowing costs	(2.1)	(0.9)
Total current interest bearing loans and borrowings	296.4	889.0
Non-current interest bearing loans and borrowings	1,654.4	1,268.9
Less: deferred borrowing costs	(13.3)	(13.7)
Total non-current interest bearing loans and borrowings	1,641.1	1,255.2
Total interest bearing loans and borrowings	1,937.5	2,144.2

Notes to the Consolidated Financial Statements continued 31

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

16 Interest bearing loans and borrowings continued

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 and New Zealand Dollars. Interest on bank loans is charged at the prevailing market rate. There were no overdraft facilities in place at 31 December 2010 (2009: nil).

	31 Dec 2010 \$m	31 Dec 2009 \$m
Total financing facilities available		
Commercial mortgage backed securities	–	463.0
Commercial mortgage backed securities liquidity facility	–	25.5
Property facilities	1,659.5	1,335.3
Brookfield Prime Property Fund facility	–	475.8
Multiplex New Zealand Property Fund facility	250.7	–
Brookfield Australian Opportunities Fund facility	42.7	–
Total facilities available	1,952.9	2,299.6
Facilities utilised at reporting date		
Commercial mortgage backed securities	–	463.0
Property facilities	1,659.5	1,220.0
Brookfield Prime Property Fund facility	–	475.8
Multiplex New Zealand Property Fund facility	250.7	–
Brookfield Australian Opportunities Fund facility	42.7	–
Total facilities utilised at reporting date¹	1,952.9	2,158.8
Facilities not utilised at reporting date		
Working capital facility agreements	–	–
Commercial mortgage backed securities liquidity facility	–	25.5
Property Finance Facility	–	115.3
Total facilities not utilised at reporting date	–	140.8

¹ Refer to Note 31 for information regarding the derecognition of these borrowings.

At 31 December 2010, the Consolidated Entity is in compliance with all of its debt covenants.

	31 Dec 2010 \$m	31 Dec 2009 \$m
17 Non-interest bearing loans and borrowings		
Current		
Unsecured		
Amounts due to Brookfield Australia Investments Limited and controlled entities	184.0	202.6
Amounts due to other related parties	4.6	–
Total current non-interest bearing loans and borrowings	188.6	202.6

	31 Dec 2010 \$m	31 Dec 2009 \$m
18 Provisions		
Current		
Other provisions	12.7	7.8
Total provisions	12.7	7.8

Movements in provisions

Movements in each class of provision during the financial year are set out below:

	31 Dec 2010 \$m	31 Dec 2009 \$m
Carrying amount at beginning of the year	7.8	7.9
Provisions utilised	(6.9)	(1.5)
Provisions recognised	11.8	1.4
Carrying amount at end of the year	12.7	7.8

Notes to the Consolidated Financial Statements continued 32

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

	31 Dec 2010 \$m	31 Dec 2009 \$m
19 Issued units	2,441.8	2,441.8

Units issued and fully paid up capital

There are 837,402,185 units on issue at 31 December 2010 (2009: 837,402,185). There has been no movement in the number of units on issue during 2010 (2009: nil).

Terms and conditions of units in the Trust

Ordinary units in the Trust are stapled with ordinary shares in the Company and are collectively known as Brookfield Australia Investments Group. Ordinary units in Brookfield Australia Property Trust entitles holders to participate in distributions as declared and, in the event of winding up the Trust, 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.

	31 Dec 2010 \$m	31 Dec 2009 \$m
20 Reserves		
Reserves		
Foreign currency translation reserve	(14.5)	(16.3)
Available-for-sale assets reserve	1.8	(9.3)
Cash flow hedge reserve	9.8	(11.8)
Total reserves	(2.9)	(37.4)
Movements in reserves:		
Foreign currency translation reserve		
Balance at the beginning of the financial year	(16.3)	(13.4)
Net exchange difference on net investment in foreign operations	1.8	(2.9)
Balance at the end of the year	(14.5)	(16.3)
Available-for-sale assets reserve		
Balance at the beginning of the financial year	(9.3)	(11.2)
Change in fair value of available-for-sale financial assets	11.1	1.9
Balance at the end of the year	1.8	(9.3)
Cash flow hedge reserve		
Balance at the beginning of the financial year	(11.8)	(43.4)
Change in fair value of interest rate swaps	21.6	31.6
Balance at the end of the year	9.8	(11.8)
Total reserves		
Balance at the beginning of the financial year	(37.4)	(68.0)
Movement in reserves	34.5	30.6
Balance at the end of the year	(2.9)	(37.4)

Notes to the Consolidated Financial Statements continued 33

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

20 Reserves continued

Nature and purpose of reserves

Foreign currency translation reserve

The foreign currency translation reserve records the foreign currency differences arising from the translation of foreign operations, the translation of transactions that hedge the Consolidated Entity's net investment in a foreign operation, the translation of foreign currency monetary items forming part of the net investment in foreign operations and the Consolidated Entity's share of the foreign currency transaction reserves forming part of the Consolidated Entity's investment in associates. Refer to significant accounting policy Note 3b.

Available-for-sale assets reserve

This reserve records fair value changes on available-for-sale investments.

Cash flow hedge reserve

This reserve records the portion of the gain or loss on a hedging instrument in a cash flow hedge that is determined to be an effective hedge.

	31 Dec 2010 \$m	31 Dec 2009 \$m
21 Undistributed income		
Undistributed profits at the beginning of the financial year	10.0	300.6
Net profit/(loss) attributable to unitholders	118.9	(289.2)
Distributions recognised during the year	(5.9)	(1.4)
Undistributed income at the end of the year	123.0	10.0

	31 Dec 2010 \$m	31 Dec 2009 \$m
22 Non-controlling interests		
Interest in:		
Multiplex Hybrid Investment Trust		
Issued equity	432.1	432.1
Undistributed income	9.9	5.9
	442.0	438.0
Multiplex New Zealand Property Fund		
Issued equity	89.3	–
Undistributed income	(3.5)	–
	85.8	–
Brookfield Australian Opportunities Fund		
Issued equity	81.8	–
Undistributed income	(0.2)	–
	81.6	–
Multiplex Diversified Property Trust		
Issued equity	–	23.5
Undistributed income	–	(8.6)
	–	14.9
Brookfield Prime Property Trust ¹		
Issued equity	–	167.2
Undistributed income	–	(101.9)
	–	65.3
Total non-controlling interests	609.4	518.2

¹ Refer to Note 31 for information regarding the derecognition of Brookfield Prime Property Trust.

23 Distributions

Distributions from the Trust

During the year ended 31 December 2010, a distribution of \$5.9 million (0.7 cents per unit) in total was paid or payable to unitholders of the Trust (2009: \$1.4 million)(0.2 cents per unit).

Notes to the Consolidated Financial Statements continued 34

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

24 Auditor's remuneration

The auditor of the Consolidated Entity is Deloitte Touche Tohmatsu. During the financial year, all amounts paid to the auditor of the Consolidated Entity were borne by the Company.

25 Contingent liabilities and contingent assets

Details and estimated maximum amounts of contingent assets and liabilities (for which no amounts are recognised in the financial statements) are as follows:

- Contingent liabilities and contingent assets exist as a consequence of the arrangements contained in the Stapling Deed between the Company and Brookfield Funds Management Limited, as the Responsible Entity of the Brookfield Australia Property Trust. The Stapling Deed is described further in Note 32.
- The Trust is called upon to give, in the ordinary course of business, guarantees and indemnities in respect of the performance of controlled entities, associates and related parties of their contractual and financial obligations. The value of these guarantees and indemnities is indeterminate in amount. Any known losses have been brought to account.
- In the ordinary course of business, the Group, the Consolidated Entity, its controlled entities and associates may become involved in litigation, the majority of which falls within the Trust's insurance arrangements. Whilst the outcomes of these proceedings are uncertain, contingent liabilities exist in respect of amounts not specifically provided for, which, based on legal advice, should not be material either individually or in the aggregate.

Controlled entities of the Consolidated Entity have entered into joint venture arrangements under which the controlled entity may be jointly and severally liable for the liabilities of the joint venture arrangement. The assets of each partnership or joint venture vehicle are anticipated to be sufficient to meet any such liabilities.

	Consolidated		Trust	
	31 Dec 2010 \$m	31 Dec 2009 \$m	31 Dec 2010 \$m	31 Dec 2009 \$m
26 Capital and other commitments				
Capital commitments				
Commitments for the acquisition of plant and equipment contracted for at the reporting date but not recognised as liabilities are as follows:				
Within one year	13.3	11.7	–	–
After one year but not more than five years	0.8	7.0	–	–
Longer than five years	–	2.1	–	–
Total capital and other commitments	14.1	20.8	–	–

27 Related party disclosure

The Responsible Entity of the Trust is Brookfield Funds Management Limited (ACN 105 371 917) whose immediate and ultimate parent entity is the Company (ABN 96 008 687 063). Accordingly transactions with entities related to the Company are disclosed below. Brookfield Funds Management Limited also acts as the manager of the Trust.

Transactions with related parties have taken place at arms length and in the ordinary course of business.

Fees payable to the Responsible Entity

Under the terms of the Trust Constitution and subject to the Corporations Act, the Responsible Entity is entitled to be:

- Paid an application fee by the applicant of 2% in respect of each application for units in the Trust;
- Paid a management fee by the Trust equal to the Responsible Entity's reasonable estimate of its costs in providing its services as the Responsible Entity;
- Paid an acquisition fee by the Trust of 1.5% of the acquisition price of properties acquired by the Trust;
- Reimbursed by the Trust for all expenses incurred in relation to the performance of its duties; and

The Responsible Entity has waived its fees as the Trust and its controlled entities form part of the Group. During the financial year, the Responsible Entity did not charge the Trust any fees (2009: \$nil).

Notes to the Consolidated Financial Statements continued 35

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

27 Related party disclosure continued

Key management personnel

The Trust does not employ key management personnel in its own right. However it is required to have an incorporated Responsible Entity to manage the activities of the Consolidated Entity.

Key management personnel compensation

Key management personnel are paid by the parent of the Responsible Entity for services provided to the Group.

Related party investments held by the trust

During or since the end of the financial year, none of the key management personnel held units in the Trust, either directly, indirectly, or beneficially.

Directors' loans

No loans were made by the Trust to the key management personnel and/or their related parties.

Transactions with related parties

(a) Transactions with the Consolidated Entity and the Group

All transactions between the Trust and its controlled entities have been eliminated in full. Details of dealings with entities within the Group are set out below:

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Provision of services to the Consolidated Entity by Brookfield Australia Investments Limited and its controlled entities		
Property management expense	7.6	5.9
Leasing fee	0.2	0.5
Construction and development of properties by Brookfield Australia Investments Limited and its controlled entities for the Consolidated Entity		
Total purchase price	–	9.4
Interest received by the Consolidated Entity from Brookfield Australia Investments Limited and its controlled entities		
Interest income	–	1.5

Notes to the Consolidated Financial Statements continued 36

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

27 Related party disclosure continued

Transactions with related parties continued

(b) Transactions with the Consolidated Entity and other related parties

	Year ended 31 Dec 2010 \$m	Year ended 31 Dec 2009 \$m
Income received by the Consolidated Entity from Brookfield Office Properties and its controlled entities		
Property finance income	20.4	–
Interest income	3.8	–
Total income	24.2	–

Brookfield Australia Property Trust has an investment of \$1,300.0 million representing an unsecured, non-interest bearing Promissory Note receivable from Brookfield Australia Pty Limited.

Brookfield Australia Pty Limited and Brookfield Holdco (Australia) Pty Limited have unsecured loans payable to the Consolidated Entity of \$297.4 million (2009: \$365.7 million).

Entities controlled by BPO had unsecured interest bearing loans payable to the Trust of \$178.8million.

During the financial year, interest received and receivable from Brookfield Australia Pty Limited and Brookfield Holdco (Australia) Pty Limited was \$nil (2009: \$nil).

Distributions paid or payable to Brookfield Australia Pty Limited during the current financial period was \$5.9 million (31 December 2009: \$1.4million).

Refer to Note 31 for information on the derecognition of property as a result of the BPO transaction.

28 Significant controlled entities

The Trust's significant investments in controlled entities are in legal entities that are the key holding and operating entities within the business segments and the geographical segments in which the Consolidated Entity has a significant presence. At 31 December 2010, the significant controlled entities are shown below:

Entity name	31 Dec 2010	31 Dec 2009	Country of incorporation
Multiplex Foundry Landowning Trust	100%	100%	Australia
Brookfield Multiplex 240 Queen Street Landowning Trust	100%	100%	Australia
Brookfield Multiplex 324 Queen Street Landowning Trust	100%	100%	Australia
Brookfield Multiplex Rosehill Landowning Trust	100%	100%	Australia
Brookfield Multiplex City Arcade Landowning Trust	100%	100%	Australia
Brookfield Multiplex DT 100 Landowning Trust	100%	100%	Australia
Brookfield Multiplex PCEC Office Landowning Trust	100%	100%	Australia
Brookfield Multiplex Pittwater Place Landowning Trust	100%	100%	Australia
Brookfield Multiplex Stage 3A Landowning Trust	100%	100%	Australia
Multiplex New Zealand Property Fund	44%	24%	Australia
Brookfield Australian Opportunities Fund	61%	21%	Australia
Multiplex Diversified Property Fund	–	74%	Australia
Onyx Property Trust	100%	100%	Australia

Notes to the Consolidated Financial Statements continued 37

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

29 Business combinations

Controlled entity acquired

	Principal activity	Date of acquisition	Proportion of shares acquired %	Consideration transferred \$m
31 December 2010				
Multiplex New Zealand Property Fund (MNZPF)	Investment properties	31-Aug-10	22.0%	51.8
Brookfield Australian Opportunities Fund (BAO)	Investment in A-REITs and unlisted property securities	31-Aug-10	40.5%	24.6

	31 Dec 2010		
	\$m	\$m	\$m
Assets acquired and liabilities assumed at the date of acquisition	MNZPF	BAO	Total
Current assets			
Cash and cash equivalents	15.2	12.3	27.5
Trade and other receivables	1.6	1.1	2.7
Deferred tax asset	8.6	-	8.6
Non-current assets			
Investments	432.2	189.8	622.0
Current liabilities			
Trade and other payables	(19.3)	(3.1)	(22.4)
Deferred tax liability	(24.6)	-	(24.6)
Non-current liabilities			
Interest bearing loans and borrowings	(270.4)	(53.3)	(323.7)
Derivative liabilities	(5.1)	-	(5.1)
Non-controlling interests in net assets	(87.3)	(81.8)	(169.1)
Assets acquired and liabilities assumed at the date of acquisition	50.9	65.0	115.9

As a result of the Consolidated Entity's acquisition of an additional 40.5% of the units in BAO via a rights issue, the Consolidated Entity now controls 60.7% of this entity and consolidates the revenue, profit or loss, assets and liabilities since the acquisition date of 31 August 2010. The Consolidated Entity also accounts for the non-controlling interest in relation to this entity (see note 22 for details). Following consolidation of BAO, the year end non-controlling interest of the Consolidated Entity has decreased to (\$0.2m) and \$81.8 million in relation to the non-controlling interest's share of issued equity and undistributed income of BAO.

As a result of the Consolidated Entity's acquisition of additional units in BAO via a rights issue, the Consolidated Entity also acquired an additional 22.0% of units in the Multiplex New Zealand Property Fund (MNZPF), the Consolidated Entity now controls this entity and consolidates the revenue, profit or loss, assets and liabilities since the acquisition date of 31 August 2010. The Consolidated Entity also accounts for the non-controlling interest in relation to this entity (see note 22 for details). Following consolidation of MNZPF, the non-controlling interest of the Consolidated Entity at 31 December 2010 has increased to (\$4.8m) and \$89.2m in relation to the non-controlling interest's share of issued equity and undistributed income of MNZPF respectively.

This transaction resulted in a bargain purchase on acquisition which was recognised through other income in the Statement of Comprehensive Income. The bargain purchase was a result of the consideration transferred less the fair value of identifiable net assets acquired, as seen below.

Notes to the Consolidated Financial Statements continued 38

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

29 Business combinations continued

Non-controlling interests continued

	31 Dec 2010		
	\$m MNZPF	\$m BAO	\$m Total
Goodwill arising on acquisition			
Consideration transferred	51.8	24.6	76.4
Less: fair value of identifiable net assets acquired	(50.9)	(65.0)	(115.9)
Goodwill arising on acquisition	0.9	(40.4)	(39.5)

	31 Dec 2010		
	\$m MNZPF	\$m BAO	\$m Total
Net cash outflow on acquisition of controlled entities			
Consideration paid in cash	-	22.6	22.6
Less: cash and cash equivalent balances acquired	(15.2)	(12.3)	(27.5)
Net cash (outflow)/inflow on acquisition of controlled entities	(15.2)	10.3	(4.9)

30 Financial instruments

The Consolidated Entity's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Consolidated Entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Consolidated Entity. The Consolidated Entity uses derivative financial instruments such as interest rate swaps to manage the interest rate risks arising from the Consolidated Entity's sources of finance. It is the Consolidated Entity's policy that no trading in financial instruments shall be undertaken nor will the Consolidated Entity enter into transactions that could be construed as speculative.

The Consolidated Entity's principal financial instruments, other than derivatives, comprise receivables, property financial assets, bank loans, cash and short-term deposits.

The main purpose of these financial instruments is to provide investments and funds for the Consolidated Entity's operations. The Consolidated Entity has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations.

The main risks arising from the Consolidated Entity's financial instruments are cash flow interest rate risk, liquidity risk and credit risk. These financial risks are the responsibility of the following groups and policies in the context outlined below:

- Group Treasury – responsible for centrally managing the above risks both on a regional and global basis in accordance with the Group Policy, which contains the written principles for management of the above risks. Transactions relating to debt funding, bonding facilities or exposures to other material financial risks should be signed off by Group Treasury.
- Signing Authorities and Delegation Policy (SADP) – this policy aims to regulate the risk and expenditure approval framework for the Group by setting approval levels for all expenditures and represents the minimum required approvals that have been delegated to the employees of the Group.
- Credit risk is actively managed as detailed within the 'credit risk' section of Note 30.

Details of the significant accounting policies and methods, including the criteria for recognition, the basis for measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 3 to the financial statements.

Notes to the Consolidated Financial Statements continued 39

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

30 Financial instruments continued

Market risk

Interest rate risk contracts – financial assets

The income and associated operating cash flows of the Consolidated Entity's assets are substantially independent of changes in market interest rates. The Consolidated Entity's loans are primarily provided to related parties. The Consolidated Entity does not undertake any specific hedging of loan receivables except to monitor the loan outstanding to strategies in the underlying investment portfolio and the cash flow at risk as a result of interest rate fluctuations on scheduled interest rate resets for the next reporting period.

Interest rate risk contracts – financial liabilities

The Consolidated Entity's exposure to the risk of changes in market interest rates relates primarily to the Consolidated Entity's debt obligations that are often subject to floating interest rates. The Consolidated Entity maintains a practice of hedging up to 100% of its exposure to changes in interest rates for drawn debt where term is certain. The Consolidated Entity has entered into various interest rate swap agreements (in which the Consolidated Entity agrees to exchange, at specified intervals, the difference between fixed and variable interest amounts calculated by reference to an agreed-upon notional principal amount) used primarily to convert certain variable interest rate borrowings to fixed rates. The swaps are entered into with the objective of hedging the risk of interest rate fluctuations in respect of underlying borrowings.

The Consolidated Entity seeks to minimise interest within approved risk profiles whilst ensuring that an appropriate level of flexibility exists to accommodate potential changes in funding requirements. Interest rate exposure is analysed and measured by the effect of interest rate movements on the total portfolio of current and forecast debt (comprising estimated drawdown schedules), and interest rate hedging transactions.

The Consolidated Entity's exposure to interest rate risk at the reporting date and the periods in which they mature or, if earlier, reprice, for classes of financial assets and financial liabilities is set out below:

	Non-interest bearing \$m	Floating interest rate \$m	Fixed interest maturing in			Total \$m
			Less than 1 year \$m	Between 1 – 5 years \$m	Over 5 years \$m	
Consolidated - 31 December 2010						
Financial assets						
Cash and cash equivalents	10.6	27.2	17.8	–	–	55.6
Receivables	313.8	178.8	–	–	–	492.6
Other financial assets	1,300.0	1,392.0	–	–	–	2,692.0
Total financial assets	1,624.4	1,598.0	17.8	–	–	3,240.2
Financial liabilities						
Payables	160.8	–	–	–	–	160.8
Interest-bearing liabilities	188.6	1,937.5	–	–	–	2,126.1
Effect of interest rate swaps	–	(1,087.8)	150.8	937.0	–	–
Total financial liabilities	349.4	849.7	150.8	937.0	–	2,286.9
Consolidated – 31 December 2009						
Financial assets						
Cash and cash equivalents	9.1	47.1	–	–	–	56.2
Receivables	470.7	–	–	–	–	470.7
Other financial assets	1,300.0	–	–	–	–	1,300.0
Total financial assets	1,779.8	47.1	–	–	–	1,826.9
Financial liabilities						
Interest-bearing liabilities	–	2,158.8	–	–	–	2,158.8
Effect of interest rate swaps	–	(1,830.6)	865.1	965.5	–	–
Total financial liabilities	–	328.2	865.1	965.5	–	2,158.8

Notes to the Consolidated Financial Statements continued 40

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

30 Financial instruments continued

Market risk continued

Interest rate sensitivity

The Consolidated Entity's sensitivity to a 1% movement in Australian dollars (AUD), and New Zealand dollar (NZD) interest rates in relation to cash and cash equivalents, receivables, derivatives, and interest bearing loans and borrowings:

	31 Dec 2010				31 Dec 2009			
	Impact on Profit		Impact on Equity		Impact on Profit		Impact on Equity	
	+100 bps	-100 bps	+100 bps	-100 bps	+100 bps	-100 bps	+100 bps	-100 bps
Consolidated								
Australian Dollar	(8.9)	8.9	7.9	(7.9)	2.7	(2.8)	3.8	(30.7)
New Zealand Dollar	(0.9)	0.9	-	-	-	-	-	-

Set out below is the notional principal of interest rate swaps and the outstanding principal of fixed rate loans in their local currency, and the weighted average interest rate of those contracts in each currency:

	Periods in which they mature or, if earlier, reprice						
	Total	Less than 1 year	1-2 years	2-3 years	3-4 years	4-5 years	More than 5 years
	\$m	\$m	\$m	\$m	\$m	\$m	\$m
31 December 2010							
Australian Dollars							
Interest rate swaps	1,087.8	150.8	539.6	297.4	-	100.0	-
Fixed rate borrowings	-	-	-	-	-	-	-
Total	1,087.8	150.8	539.6	297.4	-	-	-
Weighted average fixed rate	5.45%	6.77%	5.24%	5.3%	-	5.04%	-
31 December 2009							
Australian Dollars							
Interest rate swaps	1,830.6	865.1	900.6	64.9	-	-	-
Fixed rate borrowings	-	-	-	-	-	-	-
Total	1,830.6	865.1	900.6	64.9	-	-	-
Weighted average fixed rate	5.04%	5.12%	5.88%	4.91%	-	-	-

Foreign currency risk

Foreign exchange risk refers to the risk that the value of a financial commitment, recognised asset or liability will fluctuate due to changes in foreign currency rates. The Consolidated Entity's foreign exchange risk arises primarily from:

- borrowings denominated in foreign currencies;
- firm commitments of highly probable forecast transactions for receipts and payments settled in foreign currencies or with prices dependent on foreign currencies; and
- investments in foreign operations.

The Consolidated Entity operates in New Zealand and is exposed to foreign exchange risk arising from the New Zealand dollar (2009:nil).

The risk is measured by projecting the net foreign currency flows of each currency to which the Consolidated Entity has an exposure for a minimum period of two years. Beyond two years, exposures will be recognised on a case by case basis by analysing the cash flows attached to the projects.

Foreign exchange transaction exposure arises from the transfer of funds from one currency to another as a result of working capital funding requirements, purchase or sale of property, payment of fees, return of profits or equity and intercompany loans.

Foreign exchange transactional risk

The Consolidated Entity's foreign exchange transaction exposure arises from the operations held in New Zealand relating to investment property assets.

Notes to the Consolidated Financial Statements continued 41

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

30 Financial instruments continued

Market risk continued

Net investment in a foreign operation

The Consolidated Entity manages its foreign currency risk for its assets and liabilities denominated in foreign currency by borrowing in the same functional currency of its investment to form a natural economic hedge against any foreign currency fluctuations as well as using forward exchange contracts where funds were borrowed in the local currency.

For accounting purposes, net foreign operations are revalued at the end of each reporting period with the fair value movement reflected in equity as a movement in the foreign currency translation reserve. Refer to accounting policy Note 3.

The Group's exposure to foreign currency risk at the reporting date was as follows:

	31 Dec 2010 NZD \$m	31 Dec 2009 NZD \$m
Consolidated		
Financial assets		
Cash and cash equivalents	22.0	–
Receivables	1.6	–
Total financial assets	23.6	–
Financial liabilities		
Payables	11.9	–
Interest-bearing loans and borrowings	248.6	–
Total financial liabilities	260.5	–

Foreign currency sensitivity

The following sensitivity is based on the foreign currency exposures in existence at the reporting date. At 31 December 2010, had the Australian dollar moved, as illustrated below, with all other variables held constant, post tax profit and other comprehensive income would have been affected as follows:

	Consolidated 31 Dec 2010				Consolidated 31 Dec 2009			
	Impact on profit		Impact on equity		Impact on profit		Impact on equity	
	+5%	-5%	+5%	-5%	+5%	-5%	+5%	-5%
NZD	–	–	11.8	(11.8)	–	–	–	–

Commodity and equity price risk

The Consolidated Entity's exposure to commodity price risk and equity price risk is minimal.

Credit risk

Credit risk represents the loss that would be recognised if a counterparty failed to perform as contracted. Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as exposures to business customers, including outstanding receivables and committed transaction.

The Consolidated Entity manages this risk by:

- establishing credit limits for customers that the Consolidated Entity trades with and managing its exposure to individual entities (it is the Consolidated Entity's policy that all customers who wish to trade on credit terms are subject to credit verification procedures).
- transacting with multiple derivative counterparties that have a long term credit rating of at least an "A" from S&P, or as otherwise approved by the Board.
- providing loans as an investment into joint ventures, associates and third parties where it is comfortable with the underlying property exposure within that entity.
- regularly monitoring loans and receivables balances on an ongoing basis; and
- obtaining collateral as security (where appropriate).

At the reporting date, the Consolidated Entity had no significant concentration of credit risk outside of the Group with any single counterparty or group of counterparties. In accordance with the policies determined by the Board of Directors, credit risk is spread among a number of counterparties. The counterparties to derivative financial instruments consist of a number of prime financial institutions.

Notes to the Consolidated Financial Statements continued 42

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

30 Financial instruments continued

Market risk continued

Credit risk continued

The Consolidated Entity's maximum exposure to credit risk at the reporting date, in relation to each recognised financial asset, is the carrying value of the asset recognised in the Balance Sheet. The Consolidated Entity and the Trust hold no significant collateral as security and the credit quality of all financial assets that are neither past due or impaired is constantly monitored in order to identify any potential adverse changes in the credit quality.

Liquidity and capital risk management

Capital risk management

The Consolidated Entity's objective when managing capital and risk is to optimise the cost of capital having regard to the markets in which it operates.

Capital management is monitored in four main ways:

- Statement of financial position management – fundamentally concerned with the capital mix of equity and debt maintaining appropriate levels of gearing.
- Protection of the Consolidated Entity's foreign denominated financial assets and liabilities is achieved by borrowing in the same functional currency as the investments to form a natural economic hedge against foreign currency fluctuations or by using forward foreign exchange contracts where funds are borrowed in a different currency.
- The Consolidated Entity also protects its equity in assets by taking out insurance cover with credit worthy insurers.
- Income Statement management – principally concerned with supporting the delivery of financial targets by protecting the Consolidated Entity's exposure to net foreign income and interest rate volatility through the use of forward foreign exchange contracts and interest rate swaps.

As part of the Consolidated Entity's strategy to maintain its capital strength, the Consolidated Entity is committed to ensuring:

- a maximum of 50% of interest bearing net debt to total assets. At 31 December 2010, the percentage of interest bearing net debt to total assets is 35% (2009: 40%).

Liquidity risk

The Consolidated Entity is exposed to liquidity risk, being the risk of encountering difficulties in meeting obligations relating to the Consolidated Entity's financial liabilities. The Consolidated Entity's main liquidity risk is its ability to refinance its current borrowings. The Consolidated Entity is exposed to refinancing risks arising from the availability of finance as well as the interest rates and credit margins at which financing is available. The Consolidated Entity manages this risk by spreading maturities of borrowings and interest rate swaps, using interest rate derivatives to hedge known and forecast positions and reviewing potential transactions to understand the impact on the Consolidated Entity's liquidity.

As part of its liquidity risk management, the Consolidated Entity is also required to obtain sufficient cash resources to maintain operations, meet its financial obligations and liabilities in a timely manner and provide funds for capital expenditure and investment opportunities as they arise.

The Consolidated Entity measures liquidity risk by comparing net projected debt levels for the next two years against total committed facilities. Projected net debt levels take into account: existing debt; operating cash flows including interest payments; committed and forecast project/investment capital expenditure; and dividend, tax and distribution payments. The level of cash and undrawn but committed facilities projected over time is used to indicate the Consolidated Entity's liquidity position going forward.

Financing arrangements

It is the Consolidated Entity's Treasury Risk Management Policy that the Consolidated Entity holds a liquidity buffer in the form of undrawn, committed facilities and/or cash identified as surplus to normal requirements or available for repayment against debt. This provides sufficient time to identify and implement more permanent funding solutions in the event of an unforeseen adverse liquidity event. Minimum liquidity buffer requirements are approved by the Group's ultimate parent and reviewed by Group Treasury on a quarterly basis.

Notes to the Consolidated Financial Statements continued 43

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

30 Financial instruments continued

Liquidity and capital risk management continued

Financing arrangements continued

The Consolidated Entity and the Trust had access to the following undrawn borrowing facilities at the reporting date:

	Consolidated 31 Dec 2010 \$m	31 Dec 2009 \$m
Floating rate		
Expiring within one year (cash advance and bill facility)	–	25.5
Expiring beyond one year (bank loans)	–	115.3
	–	140.8

The Consolidated Entity's borrowings mature at dates between 2011 and 2012.

Maturities of financial liabilities

The tables below analyse the Consolidated Entity's and the Trust's financial liabilities, net and gross settled derivative financial instruments into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. For interest rate swaps the cash flows have been estimated using current interest rates applicable at the reporting date. The table includes both interest and principal cash flows.

	Less than 1 year \$m	Between 1 – 2 years \$m	Between 2 – 3 years \$m	Between 3 – 4 years \$m	Between 4 – 5 years \$m	Over 5 years \$m	Total \$m
Consolidated – 31 December 2010							
Non-derivatives							
Payables	160.0	0.8	–	–	–	–	160.8
Non-interest bearing loans and borrowings	188.6	–	–	–	–	–	188.6
Interest bearing loans and borrowings	450.6	1,025.4	774.4	–	–	–	2,250.4
Total non derivatives	799.2	1,026.2	774.4	–	–	–	2,599.8
Derivatives							
Net settled – interest rate swaps	3.9	(0.4)	(3.1)	–	(3.1)	–	(2.7)
Total derivatives	3.9	(0.4)	(3.1)	–	(3.1)	–	(2.7)
Consolidated – 31 December 2009							
Non-derivatives							
Payables	60.2	4.2	–	–	–	–	64.4
Interest bearing loans and borrowings	889.9	480.9	788.0	–	–	–	2,158.8
Total non derivatives	950.1	485.1	788.0	–	–	–	2,223.2
Derivatives							
Net settled – interest rate swaps	(8.6)	(3.0)	(0.3)	–	–	–	(11.9)
Total derivatives	(8.6)	(3.0)	(0.3)	–	–	–	(11.9)

Fair value

A number of the Consolidated Entity's accounting policies and disclosures require the determination of fair value for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods:

Trade and other receivables

Fair value, which is determined for disclosure purposes, is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date.

Derivatives

The fair value of interest rate swaps is estimated by discounting future cash flows based on the terms and maturity of each contract and using market interest rates for similar instruments at the reporting date.

Notes to the Consolidated Financial Statements continued 44

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

30 Financial instruments continued

Fair value continued

Other investments

The fair value of quoted investments in A-REITs are based on current bid prices. The fair value of investments in unlisted property trust securities are based on the latest published NTA of the Trust.

The fair value of loans and other financial assets have been calculated using market interest rates, where applicable.

Fair values of financial assets and liabilities in the Consolidated Entity and Trust approximate carrying value.

The fair value of property financial assets are calculated with reference the fair value of, and the funds from operations generated from, the underlying properties.

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 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 is 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).

31 December 2010	Level 1 \$m	Level 2 \$m	Level 3 \$m	Total \$m
Consolidated				
Financial assets				
Derivative instruments – interest rate swaps	–	6.7	–	6.7
Investments				
– Listed	28.8	–	–	28.8
– Unlisted	–	–	131.1	131.1
– Property financial assets ¹	–	–	1,232.1	1,232.1
Total financial assets	28.8	6.7	1,363.2	1,398.7
Financial liabilities				
Derivative instruments – interest rate swaps	–	(3.9)	–	(3.9)
Total financial liabilities	–	(3.9)	–	(3.9)
Total net financial assets	28.8	2.8	1,363.2	1,394.8

¹ Refer to Note 31 for further information on property financial assets.

31 December 2009	Level 1 \$m	Level 2 \$m	Level 3 \$m	Total \$m
Consolidated				
Financial assets				
Derivative instruments – interest rate swaps	–	3.0	–	3.0
Investments				
– Listed	8.9	–	–	8.9
Total financial assets	8.9	3.0	–	11.9
Financial liabilities				
Derivative instruments – interest rate swaps	–	(13.6)	–	(13.6)
Total financial liabilities	–	(13.6)	–	(13.6)
Total net financial assets/(liabilities)	8.9	(10.6)	–	(1.7)

The carrying value of investments and interest bearing loans and borrowings approximates their fair value.

Notes to the Consolidated Financial Statements continued 45

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

30 Financial instruments continued

Fair value continued

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

Reconciliation of level 3 fair value measurements:

31 December 2010	Property financial assets \$m	Investment in unlisted securities \$m	Total \$m
Consolidated			
Opening balance	–	–	–
Acquisitions through consolidation ¹	–	130.4	130.4
Transfer to financial assets ²	1,232.1	–	1,232.1
Losses recognised in the income statement	–	(1.2)	(1.2)
Other	–	1.9	1.9
Closing balance	1,232.1	131.1	1,363.2

¹ As a result of the Consolidated Entity's acquisition of additional units in BAO via a rights issue. For further information regarding the impact of the transaction refer to Note 29.

² Refer to Note 31 for further information on property financial assets.

31 Loss of control

On 27 September 2010 a BAM subsidiary entered into a total return swap and option (with an initial 5 year term) with a BPO subsidiary whereby BPO obtained the economic rights and obligations of several properties at a strike price which was calculated based on the fair value of the assets at that date. As a result, a financial asset has been recorded in the Consolidated Entity. The value of this financial asset has been determined with reference to the fair value of the underlying properties. No material gain or loss was recognised with respect to this transaction. The Property Financial assets are designated fair value through the profit and loss.

32 Stapling arrangements

The Stapling Deed between Brookfield Funds Management Limited, as the Responsible Entity of the Trust, and the Company is dated 8 October 2003. It sets out the terms of the relationship between the Responsible Entity and the Company in respect of the units in the ordinary Trust and the ordinary shares in the Company that comprise the securities. The aspects of that relationship include the following:

- Stapling: the units and shares will remain stapled unless special resolutions of stapled securityholders approve unstapling or unless stapling becomes unlawful or prohibited by the Listing Rules;
- Co-operation and consultation: the Responsible Entity and the Company agree to share accounting and other information, and to co-operate in operating the Trust and Company in providing information to investors, valuing assets, preparing financial reports, holding meetings, issuing securities and making distributions;
- Dealings in securities: units and shares may only be issued or transferred as part of securities;
- Acquisitions, disposals and borrowings: these require consultation procedures between the Responsible Entity and the Company to be followed;
- Sale of assets: the Company agrees to notify the Responsible Entity of any assets that it intends to sell which are within the investment criteria of the Trust and will reasonably consider any proposals put to it by the Responsible Entity to purchase these assets;
- Allocation of issue price: the Responsible Entity and the Company must agree what proportion of the issue price of a security is allocated to each of the Trust and Company. Generally, this is by reference to the respective market values of the units and the shares (as determined by agreement between the Responsible Entity and the Company);
- Financial benefits: the Trust and the Company must provide to the other or its controlled entities upon request any financial benefit which is requested;
- Registers: these are to be kept jointly;
- Duties: when carrying out their duties, the Responsible Entity and the Company may consider the interests of holders of securities as a whole, not only the interests of the members of the Trust and Company separately; and
- Dispute resolution: if there are disagreements about stapling issues, the Responsible Entity and the Company must use their best efforts to resolve them and negotiate in good faith before instituting proceedings.

The stapled security structure will cease to operate on the first to occur of:

- either of the Company or the Trust resolving by special resolution in general meeting and in accordance with its Constitution to terminate the stapling provisions; or
- the winding up of either the Company or the Trust.

Notes to the Consolidated Financial Statements continued 46

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

33 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 financial period 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

47

Brookfield Australia Property Trust and its controlled entities

For the year ended 31 December 2010

In the opinion of the directors of Brookfield Funds Management Limited, the Responsible Entity of Brookfield Australia Property Trust:

- a the financial statements and notes set out on pages 9 to 46 are in accordance with the *Corporations Act 2001*, including:
 - i giving a true and fair view of the financial position of the Consolidated Entity as at 31 December 2010 and its performance for the year ended on that date; and
 - ii the attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 2 to the financial statements; and
 - iii complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
- b There are reasonable grounds to believe that the Trust will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors made pursuant to section 295A of the *Corporations Act 2001*.

Dated at Sydney, this 22nd day of February 2011.



F Allan McDonald
Non-Executive Chairman
Brookfield Funds Management Limited



Russell T Proutt
Executive Director
Brookfield Funds Management Limited

Deloitte Touche Tohmatsu
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Independent Auditor's Report to the Unitholders of Brookfield Australia Property Trust

We have audited the accompanying financial report of Brookfield Australia Property Trust which comprises the statement of financial position as at 31 December 2010, the statement of comprehensive income, the statement of cash flows and the statement of changes in unitholder interests for the 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 its controlled entities at the year's end or from time to time during the financial period as set out on pages 9 to 47.

Directors' Responsibility for the Financial Report

The directors of Brookfield Funds Management Limited, the responsible entity of Brookfield Australia Property Trust, are responsible for the preparation of the 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 financial report that is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with International Financial Reporting Standards

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control, relevant to the entity's preparation of the financial report that gives a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of

accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Auditor's Independence Declaration

In conducting our audit, 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 Funds Management Limited, the responsible entity of Brookfield Australia Property Trust, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

- (a) the financial report of Brookfield Australia Property Trust is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the Brookfield Australia Property Trust's financial position as at 31 December 2010 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) the financial statements also comply with International Financial Reporting Standards as disclosed in Note 2.

~~Deloitte Touche Tohmatsu~~
DELOITTE TOUCHE TOHMATSU



J A Leotta
Partner
Chartered Accountants
Sydney, 22 February 2011