



**AUSTRALIAN EDUCATION TRUST  
AND CONTROLLED ENTITY**

ARSN: 102 955 939  
ASX Code: AEU  
ABN: 58 102 955 939

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**Half-Year Financial Report  
31 December 2008**

**AUSTRALIAN EDUCATION TRUST**

**CONTENTS**

Directors' Report	1
Auditor's Independence Declaration	5
Consolidated Income Statement	6
Consolidated Balance Sheet	7
Consolidated Cash Flow Statement	8
Notes to and forming Part of the Financial Statements	9
Directors' Declaration	19
Independent Audit Report	20
Directory	22

**AUSTRALIAN EDUCATION TRUST  
DIRECTORS' REPORT  
FOR THE HALF-YEAR ENDED 31 DECEMBER 2008**

The Directors of Austock Property Management Limited, the Responsible Entity of the Australian Education Trust (the "Trust"), present their report together with the financial report of the Trust for the half-year ended 31 December 2008.

**Directors of the Responsibility Entity**

The Directors of the Responsibility Entity during the period or since the end of the half-year:

Michael Edward McFarlane (resigned 17 September 2008)

Michael Francis Johnstone

Victor David Cottren (Chairman)

Nick Anagnostou (appointed 4 August 2008)

Vincent Harink (resigned 28 July 2008)

**Principal Activities**

The Trust is a specialist education property owner which currently owns a total of 439 child care centres as at 31 December 2008 (437 centres as at 30 June 2008) in locations around Australia and New Zealand. Of these centres, 391 were leased to ABC Learning Centres Limited ("ABC") and 30 were under other contractual arrangements regarding future development. On 6 November 2008, ABC was placed into receivership. Since that time, the centres have been split into various categories as follows:

	<b>No of Centres</b>	<b>Carrying Value \$000's</b>	<b>Current Rent (pa) \$000's</b>
<b>Operating Properties</b>			
ABC 1 (under the control of McGrath Nicol)	203	228,292	19,317
ABC New Zealand (not in administration)	60	42,235	3,818
ABC 2 (under the control of PPB)	89	96,262	8,537
Non ABC Centres	16	13,887	1,212
ABC/NELC Centres (under the control of McGrath Nicol)	8	8,815	767
<b>Closed Centres</b>	<b>33</b>	<b>28,505</b>	<b>2,545</b>
<b>Development Sites</b>			
Australia	20	23,923	-
New Zealand	10	5,446	-
<b>Total Properties</b>	<b>439</b>	<b>447,365</b>	<b>36,196</b>

**ABC 1:** ABC 1 centres remain under the control of McGrath Nicol (ABC Receiver). The 203 ABC 1 centres owned by the Trust form part of 720 centres that continue to be operated by ABC. At current time, we understand that McGrath Nicol will embark on a sales process for these centres around mid – 2009. The sales process will likely be for the business and require an assignment of existing leases. The Trust has established a commercial business relationship with McGrath Nicol and rent and recoverable expenses continue to be paid on a monthly basis.

**New Zealand:** ABC is not in insolvency in New Zealand. The New Zealand ABC business shares are owned by the ABC Learning Centres Limited. Accordingly, even though the ABC NZ business is not in administration, McGrath Nicol is handling the sale as shareholder of the NZ business. A formal sales process for the business and leasehold interests is currently being conducted and is expected to be completed before 30 June 2009. The Trust will become involved in the sales process to ensure that the new tenant (or tenants) represent viable long term operators. In the meantime, rent continues to be paid on a monthly basis.

**ABC 2:** ABC 2 centres are under control of PPB (the Court approved receiver). These centres are being funded by the Federal Government until 31 March 2009. PPB are conducting a formal sales process for the business and leasehold interests which is scheduled to be completed by 31 March 2009. On 26 February 2009, PPB announced that 180 binding offers had been received for the 241 centres under their control. We understand that each offer may include more than one centre. We are working closely with PPB to ensure that the new tenant (or tenants) represent viable long term operators. Rent continues to be paid on a monthly basis.

**ABC / Neighbourhood Early Learning Centres Pty Ltd ("NELC"):** ABC/NELC centres are leased to ABC and managed by NELC. On 19 February 2009, McGrath Nicol requested an assignment of these leases to Bright Horizons Australia Childcare Pty Ltd ("BHAC"), a related entity of NELC. We are currently liaising with BHAC to ensure they represent a viable long term operator. In the meantime, rent continues to be paid on a monthly basis. Eight of these ABC/NELC centres formed part of the original 'unaccounted for' component and for unknown reasons were not recognised by McGrath Nicol as part of the original list of ABC1 centres.

**Non-ABC Centres:** These comprise 16 centres of which 8 are leased to Ramsay Bourne Pty Ltd. There are two centres with significant rental arrears which we have fully provided for at 31 December 2008. The Trust is considering all of its alternatives with respect of these centres.

**Closed Centres:** These centres have been closed as a result of ABC being placed into receivership on 6 November 2008. At that point in time, 22 centres remained unaccounted for. After many enquiries, Management has been able to confirm that all but 6 properties have been accounted for as being within either the ABC1 or ABC2 groupings. The remaining six centres have been closed by ABC.

On 19 February 2009, the Trust appointed Jones Lang LaSalle ("JLL") to manage an Expressions of Interest ("EOI") process to invite interest from prospective buyers or tenants. EOIs close on 25 March 2009. The book value of these properties is approximately \$28.5 million. Based on unsolicited interest received prior to the appointment of JLL from both prospective purchasers and tenants, the Trust is hopeful of realising book values or maintaining existing rents. No rent is being received on these centres. The annual rent on these centres was approximately \$2.5 million per annum. The proceeds from sales of these properties will be used to pay down debt.

**Development Sites:** These sites were purchased under contractual obligations, including a formal Agreement to Lease with ABC, to develop new centres in both Australia and New Zealand. A site rent was received for each based on acquisition costs. No site rent is being received on these sites. This represents a loss of rent of approximately \$2.4 million per annum. These sites will be sold by the Trust during 2009 and the proceeds used to repay debt. The book value is approximately \$29.4 million.

In all sales processes, the Trust's consent is required for assignment of leases.

**AUSTRALIAN EDUCATION TRUST  
DIRECTORS' REPORT  
FOR THE HALF-YEAR ENDED 31 DECEMBER 2008**

**Review and Results of Operations**

The result for the half year to 31 December 2008 was a net loss of \$41.3 million, equivalent to (30.58) cents per unit ("cpu"). Excluding the impact of the change in fair value of interest rate swaps of \$21.3 million and impairment charge in relation to investment properties of \$25.1 million, the Trust produced distributable profit of \$5.2 million or earnings per unit of 3.86 cents. For the corresponding period in 2007 the Trust produced a net profit of \$14.6 million, equivalent to 11.03 cpu.

<b>Half year ending 31 December (\$m's)</b>	<b>2008</b>	<b>2007</b>
<b>Revenue</b>		
Property Income	20.4	18.9
Other Income	0.5	1.5
	20.9	20.4
<b>Expenses</b>		
Finance Costs	11.1	8.6
Other Expenses	2.9	1.8
Impairment of Receivables	1.7	-
	15.7	10.4
Distributable Income	5.2	10.0
Change in fair value of foreign exchange contracts	34.2	(1.8)
Unrealised foreign exchange gain / (losses)	(34.2)	1.8
Change in fair value of interest rate swaps	(21.3)	4.6
Impairment of investment properties	(25.1)	-
Other	(0.1)	-
<b>Net (loss) / profit attributable to unitholders</b>	<b>(41.3)</b>	<b>14.6</b>

**Distribution**

The distribution for the half year ended 31 December 2008 is 4.0 cpu (2007: 7.4 cpu). Of the 4.0 cpu, 2.25 cpu was distributed on 31 October 2008 for the September 2008 quarter and a further 1.75 cpu will be paid on 27 February 2009 for the December 2008 quarter.

**Distribution Reinvestment Plan**

The Distribution Reinvestment Plan ("DRP") was temporarily suspended on 17 December 2004. The Responsible Entity intends to re-introduce the DRP as and when it is considered appropriate.

**Funding**

As at 31 December 2008 the total assets of the Trust were \$460.9 million, borrowings (face value) at \$259.8 million and net assets attributable to unitholders were \$153.9 million.

**AUSTRALIAN EDUCATION TRUST  
DIRECTORS' REPORT  
FOR THE HALF-YEAR ENDED 31 DECEMBER 2008**

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The Trust has 134,973,383 units on issue as at 31 December 2008.

Due to the deteriorating ABC situation since mid 2008 which resulted in receivership on 6 November 2008, the Trust has been in active discussions with its debt providers. Due to the higher interest costs, lost tenancy income, increased legal costs and incurred property costs as a result of the receivership of ABC, the Trust has breached its Financial Charges Ratio (FCR) of 1.75 for the six month period to 31 December 2008. The FCR at 31 December 2008 was 1.48. Given the disruption caused by ABC's receivership, the loss of tenancy income on closed centres and development sites and significant non-recurring finance, legal, agency and bank fees, it is unlikely that the Trust will meet its FCR of 1.75 at 30 June 2009.

On this basis, the Trust has reached standstill/waiver agreements with its debt providers through to 31 March 2009. All debt providers continue to be supportive of the Trust's strategy in dealing with ABC's failure. The expectation is of a period of stability around mid 2009 when the sales program, ABC 2/PPB process and the ABC NZ sale are all expected to be completed. The Trust's debt facility agreements are currently ABC specific and will all need to be restructured to reflect the changing nature of the Trust's tenancy profile.

**Rounding of Amounts**

The consolidated group has applied the relief available to it in ASIC Class Order 98/100 and accordingly certain amounts in the financial report and the directors' report have been rounded off to the nearest \$1,000.

**Auditor's Declaration**

The lead auditor's independence declaration under section 370C of the Corporations Act 2001 is set out on page 5 for the half year ended 31 December 2008.

This report is signed in accordance with a resolution of the Board of Directors of the responsibility entity.



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Victor David Cottren  
Chairman  
Austock Property Management Limited  
Melbourne, 27 February 2009



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Nick Anagnostou  
Executive Director / Fund Manager  
Austock Property Management Limited  
Melbourne, 27 February 2009

[Auditors Independence Declaration]

**AUSTRALIAN EDUCATION TRUST  
CONSOLIDATED INCOME STATEMENT  
FOR THE HALF-YEAR ENDED 31 DECEMBER 2008**

	Note	Consolidated Group	
		31 Dec	31 Dec
		2008	2007
		\$'000	\$'000
<b>Revenue</b>			
Lease income		19,139	18,806
Cost recoveries		54	-
Interest income		384	488
Realised foreign exchange gains		124	1,002
Gain on sale of investment properties		1,172	85
Change in the fair value of foreign exchange contracts	5	34,188	-
Unrealised foreign exchange gains		-	1,784
Change in fair value of interest rate swaps		-	4,572
<b>Total revenue</b>		<b>55,061</b>	<b>26,737</b>
<b>Expenses</b>			
Finance costs		11,123	8,611
Responsible entity's remuneration		1,253	1,100
Rent on leasehold properties		491	467
Impairment of receivables		1,658	-
Impairment of investment properties		25,137	-
Other expenses		1,226	225
Change in fair value of interest rate swaps	5	21,266	-
Unrealised foreign exchange losses	6	34,188	-
Change in fair value of foreign exchange contracts		-	1,784
<b>Total expenses</b>		<b>96,342</b>	<b>12,187</b>
<b>Net profit before related income tax expense and financing costs to unitholders</b>		<b>(41,281)</b>	<b>14,550</b>
Income tax benefit		-	19
<b>Net profit attributable to unitholders</b>		<b>(41,281)</b>	<b>14,569</b>
<b>Financing costs</b>			
Distributions to unitholders	2	(5,399)	(9,988)
<b>Total changes in net assets attributable to unitholders</b>		<b>(46,680)</b>	<b>4,581</b>
<b>Earnings per unit</b>			
		<b>cents</b>	<b>cents</b>
Basic earnings per unit		(30.58)	11.03
Diluted earnings per unit		(30.58)	11.03
Distributable earnings per unit		3.86	7.57

The Consolidated Income Statement is to be read in conjunction with the accompanying notes



**AUSTRALIAN EDUCATION TRUST  
CONSOLIDATED BALANCE SHEET  
FOR THE HALF-YEAR ENDED 31 DECEMBER 2008**

		<b>Consolidated Group</b>	
	<b>Note</b>	<b>31 Dec 2008 \$'000</b>	<b>30 Jun 2008 \$'000</b>
<b>Current assets</b>			
Cash and cash equivalents		15,270	4,423
Trade and other receivables		1,000	7,874
Derivative financial instruments	5(a)	-	329
Other current assets	3	37,474	11,502
<b>Total current assets</b>		<b>53,744</b>	<b>24,128</b>
<b>Non-current assets</b>			
Derivative financial instruments	5(b)	21,915	5,240
Investment properties	4	385,219	438,484
<b>Total non-current assets</b>		<b>407,134</b>	<b>443,724</b>
<b>Total assets</b>		<b>460,878</b>	<b>467,852</b>
<b>Current liabilities</b>			
Trade and other payables		6,839	6,292
Distribution payable		2,362	3,644
Financial liabilities	6(a)	279,300	-
Other current liabilities		2,732	8
<b>Total current liabilities</b>		<b>291,233</b>	<b>9,944</b>
<b>Non-current liabilities</b>			
Derivative financial instruments	5(c)	15,697	12,272
Long-term financial liabilities	6(b)	-	245,009
<b>Total non-current liabilities</b>		<b>15,697</b>	<b>257,281</b>
<b>Total liabilities (excluding net assets attributable to unitholders)</b>		<b>306,930</b>	<b>267,225</b>
Net assets attributable to unitholders	7	153,948	200,627
<b>Total liabilities</b>		<b>460,878</b>	<b>467,852</b>

*The Consolidated Balance Sheet is to be read in conjunction with the accompanying notes*

AUSTRALIAN EDUCATION TRUST  
CONSOLIDATED CASH FLOW STATEMENT  
FOR THE HALF-YEAR ENDED 31 DECEMBER 2008

	Consolidated Group	
	31 Dec	31 Dec
	2008	2007
	\$'000	\$'000
<b>Cash flows from operating activities</b>		
Lease income received	27,237	21,140
Cash payments in the course of operations	(4,564)	(3,325)
Interest received	384	488
Refund of income tax	-	19
<b>Net cash provided by operating activities</b>	<b>23,057</b>	<b>18,322</b>
<b>Cash flows from investing activities</b>		
Proceeds from sale of investment properties	7,366	2,609
Repayment of deposits on properties not proceeding	5,125	-
Payments for construction costs of investment properties	(6,187)	(31,557)
<b>Net cash (used in) provided by investing activities</b>	<b>6,304</b>	<b>(28,948)</b>
<b>Cash flows from financing activities</b>		
Borrowing costs paid	(11,833)	(5,938)
Proceeds from borrowings	-	221,832
Repayment of borrowings	-	(212,015)
Distributions paid	(6,681)	(9,418)
Proceeds from issue of units	-	20,000
Issue costs paid	-	(685)
<b>Net cash (used in) provided by financing activities</b>	<b>(18,514)</b>	<b>13,776</b>
<b>Net increase in cash held</b>	<b>10,847</b>	<b>3,150</b>
<b>Cash at 1 July</b>	<b>4,423</b>	<b>415</b>
<b>Cash at 31 December</b>	<b>15,270</b>	<b>3,565</b>

## **1. Statement of significant accounting policies**

The half-year consolidated financial report is a general purpose financial report which has been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standard AASB 134: Interim Financial Reporting, Australian Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board.

It is recommended that this financial report be read in conjunction with the annual financial report for the year ended 30 June 2008 and with any public announcements issued during the half-year in accordance with the continuous disclosure obligations arising under the Corporations Act 2001 and the Australian Stock Exchange.

The accounting policies have been consistently applied by the Trust and are consistent with those applied in the 30 June 2008 Annual Report.

The half-year report does not include full disclosures of the type normally included in an annual financial report.

### **Reporting basis and conventions**

The half-year report has been prepared on an accrual basis and is based on historical cost modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

**AUSTRALIAN EDUCATION TRUST**  
**NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2008**

	<b>Consolidated Group</b>	
	<b>31 Dec</b>	<b>31 Dec</b>
	<b>2008</b>	<b>2007</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>2. Distributions to unitholders</b>		
Net profit attributable to unitholders	(41,281)	14,569
Adjusted for:		
Property valuation costs	94	-
Impairment of investment properties	25,137	-
Unrealised foreign exchange gains	-	(1,784)
Unrealised foreign exchange losses	34,188	-
Change in fair value of foreign exchange contracts	(34,188)	1,784
Change in fair value of interest rate swaps	21,266	(4,572)
Net profit distributable to unitholders	5,216	9,997
<b>Distribution paid or payable</b>	<b>5,399</b>	<b>9,988</b>
Distribution per unit interim (cents)	4.00	7.40

Two quarterly distributions were declared during the half year. The first distribution was paid for the 3 months to 30 September 2008 on 31 October 2008 at 2.25 cents per unit. The second distribution is payable for the 3 months to 31 December 2008 and is due to be paid on 27 February 2009 at 1.75 cents per unit.

	<b>Consolidated Group</b>	
	<b>31 Dec</b>	<b>30 Jun</b>
	<b>2008</b>	<b>2008</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>3. Other current assets</b>		
Deposits	52	-
Prepayments	413	345
Investment properties to be sold within 12 months	37,009	11,157
	<b>37,474</b>	<b>11,502</b>

**4. Investment properties**

Movement in investment properties:		
Balance at the beginning of the year - at valuation or cost	438,484	364,250
Acquisition of properties	-	69,109
Disposal of properties	(9,307)	(4,334)
Construction costs of development properties	7,031	-
Movement in investment properties to be sold in 12 months	(25,852)	(7,275)
Net revaluation increment	-	16,734
Impairment of investment properties	(25,137)	-
Carrying amount at the end of the year	<b>385,219</b>	<b>438,484</b>

#### **4. Investment properties (continued)**

Investment properties are measured at fair value and revalued on a regular basis to ensure the carrying amount of each property does not differ materially from its fair value at the balance date. Consistent with the requirement to independently value each property on a rolling basis every three years (the Trust typically revalues its properties every two years), a valuation program is conducted in the second half of the year. During the period April to June 2008, 176 properties were valued and the resultant valuations were reflected in the balance sheet at 30 June 2008.

Given the current economic circumstances, the Directors have given considerable attention to the fair value of investment properties at 31 December 2008. The Directors have considered:

- (a) The Trust's current weighted average property yield is 8.78% in Australia and 8.96% in New Zealand, which are typically much higher than for more traditional commercial property.
- (b) Independent expert guidance on current property yields and market rental rates per licensed place. This guidance has indicated that there is an expectation that yields would have softened in regional areas over the last 6 months. Generally, the Trusts' rents were in line, or marginally below market indicative ranges. Note: Independent valuations have not been performed since June 2008.
- (c) That the Trust's major tenant is in receivership.
- (d) Independent advice regarding rent per licensed place and overall rental value of the portfolio indicates that the Trust's rental levels may be under current market rates.
- (e) Recent sales and offers for properties owned by the Trust indicate existing carrying values are being realised, even on a vacant possession basis.
- (f) That since the last valuation dates in June 2006, 2007 and April/June 2008, passing rentals have increased in accordance with the leases by approximately 4% pa, assisting to offset any upward movement in capitalisation rates.
- (g) Improvement in rents and lease security for the assignment of leases for closed centres is providing further evidence of carrying values being supported.
- (h) Significant interest being expressed in the leaseholds being offered in the ABC 2/PPB EOI process for 241 ABC centres.
- (i) The leases are long term and not subject to any substantial market fluctuations in rent as found in more traditional commercial markets where rents may be subject to drastic movements.
- (j) The average carrying value per property is around \$1.1 million and the Trust operates within a market place that remains relatively liquid with continued purchase activity and a return of the property yield/interest rate arbitrage.
- (k) The "property risk premium" above the 10 year Treasury Bond Rate has increased significantly since June 2008.

Irrespective, the Directors have made an impairment charge of \$25.1 million in recognition of potential softening in property yields. During the second half, the ABC2/PPB process will have been completed, the sales/leasing results of the 33 closed centres and the ABC New Zealand sale will be known. The results of these processes combined with the Trusts normal annual valuation process (normally carried out in the second half of a financial year) will provide more precise data in determining any adjustments required to the fair value of investment properties at 30 June 2009. For further information refer to Note 11 on subsequent events regarding the receivership of ABC.

AUSTRALIAN EDUCATION TRUST  
 NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS  
 FOR THE HALF-YEAR ENDED 31 DECEMBER 2008

**4. Investment properties (continued)**

An analysis of the investment properties split into the various categories is shown below

	No of Centres	Carrying Value \$000's	Current Rent (pa) \$000's
<b>Operating Properties</b>			
ABC 1 (under the control of McGrath Nicol)	203	228,292	19,317
ABC NZ	60	42,235	3,818
ABC 2 (under the control of PPB)	89	96,262	8,537
Non ABC Centres	16	13,887	1,212
ABC/NELC Centres (under the control of McGrath Nicol)	8	8,815	767
<b>Closed Centres</b>	<b>33</b>	<b>28,505</b>	<b>2,545</b>
<b>Development Sites</b>			
Australia	20	23,923	-
New Zealand	10	5,446	-
<b>Total</b>	<b>439</b>	<b>447,365</b>	<b>36,196</b>
<i>Less: Impairment of Investment Properties</i>		<u>(25,137)</u>	
<b>Total</b>		<b>422,228</b>	
<i>Comprising:</i>	<b>Note</b>		
Investment Properties	4	385,219	
Investment Properties to be sold within 12 months	3	37,009	
		<u>422,228</u>	

AUSTRALIAN EDUCATION TRUST  
NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS  
FOR THE HALF-YEAR ENDED 31 DECEMBER 2008

	<b>Consolidated Group</b>	
	<b>31 Dec</b>	<b>30 Jun</b>
	<b>2008</b>	<b>2008</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>5 (a). Derivative financial instruments - Current</b>		
Derivative financial instruments – Interest rate swap	-	329
<b>5 (b). Derivative financial instruments - Non - Current</b>		
Derivative financial instruments – interest rate swap	-	5,240
Derivative financial instruments – cross currency swap	21,915	-
	<b>21,915</b>	<b>5,240</b>
<b>5 (c). Derivative financial instruments - Liabilities</b>		
Derivative financial instruments – interest rate swap	15,697	-
Derivative financial instruments – cross currency swap	-	12,272
	<b>15,697</b>	<b>12,272</b>

The trust uses derivative financial instruments (comprising cross currency interest rate swaps and interest rate swaps) to hedge its risks associated with foreign currency and interest rate fluctuations. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured to fair value.

During the half-year ended 31 December 2008, the fair value adjustment on the cross currency swaps resulted in a gain of \$34.2 million to be recorded in the Income Statement.

During the half-year ended 31 December 2008, the fair value adjustment on the interest rate swaps resulted in a loss of \$21.3 million to be recorded in the Income Statement.

**AUSTRALIAN EDUCATION TRUST**  
**NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2008**

	<b>Consolidated Group</b>	
	<b>31 Dec</b>	<b>30 Jun</b>
	<b>2008</b>	<b>2008</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>6 (a). Financial liabilities – Current</b>		
Bank loans at face value – secured	112,110	-
Senior Secured Notes at face value	147,690	-
Add: unrealised foreign exchange losses on Notes (hedged)	21,915	-
Less: up front transaction costs	(3,549)	-
Plus: amortised up front transaction costs	1,134	-
	<b>279,300</b>	<b>-</b>

**6 (b). Long-term financial liabilities**

Bank loans at face value – secured	-	112,110
Senior Secured Notes at face value	-	147,690
Less: unrealised foreign exchange gains on Notes (hedged)	-	(12,272)
Less: up front transaction costs	-	(3,314)
Plus: amortised up front transaction costs	-	795
	<b>-</b>	<b>245,009</b>

The Trust has a cash advance facility of AUD \$100 million plus an AUD \$15 million standby facility. As at 31 December, the total amount drawn on these facilities was AUD \$112.1 million. These facilities have expiry dates of July 2010 and July 2009 respectively.

The Trust has issued Senior Secured Notes, which are denominated in United States Dollars (\$77 million), Canadian Dollars (\$19.1 million) and Australian dollars (\$35.4 million). These Notes are long-term borrowings with maturity dates between 2014 and 2017.

The principal and interest on these Notes are fully hedged through cross currency interest rate swaps and therefore the Trust is not exposed to any movements in foreign currency.

The movement in long-term financial liabilities of \$34.3 million comprises \$34.2 million relating to the impact of revaluing the Notes based on the spot rates in existence at reporting date. An unrealised foreign exchange loss of \$34.2 million was recorded in the Income Statement.

The weighted average cost of all borrowings as at 31 December 2008 was 7.61% p.a. including margins and fees.

At 31 December 2008, the Trust held the following interest rate swap contracts, representing 54% of the total balance of interest-bearing liabilities:

<b>Notional \$AUD</b>	<b>Maturity</b>	<b>Fixed rate</b>
70,000,000	2011	6.48%
35,000,000	2014	6.88%
35,000,000	2017	6.82%
<b>140,000,000</b>		<b>6.67%</b>

Refer to Note 5 for details on the fair value of these interest rate swaps as at the reporting date.



**AUSTRALIAN EDUCATION TRUST**  
**NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2008**

**6. Financial liabilities (continued)**

Due to the deteriorating ABC situation since mid 2008 which resulted in receivership on 6 November 2008, the Trust has been in active discussions with its debt providers. Due to the higher interest costs, lost tenancy income, increased legal costs and incurred property costs as a result of the receivership of ABC, the Trust has breached its Financial Charges Ratio (FCR) of 1.75 for the six month period to 31 December 2008. The FCR at 31 December 2008 was 1.48. Given the disruption caused by ABC's receivership, the loss of tenancy income on closed centres and development sites and significant non-recurring finance, legal, agency and bank fees, it is unlikely that the Trust will meet its FCR of 1.75 at 30 June 2009.

On this basis, the Trust has reached standstill/waiver agreements with its debt providers through to 31 March 2009. All debt providers continue to be supportive of the Trust's strategy in dealing with ABC's failure. The expectation is of a period of stability around mid 2009 when the sales program, ABC 2/PPB process and the ABC NZ sale are all expected to be completed. The Trust's debt facility agreements are currently ABC specific and will all need to be restructured to reflect the changing nature of the Trust's tenancy profile. Until this restructuring is completed, all financial liabilities have been classified as current liabilities.

**7. Changes in net assets attributable to unitholders**

	Units on issue No '000	Consolidated Group		Total \$'000
		Units on issue \$'000	Undistributed profit \$'000	
<b>Balance at 1 July 2007</b>	123,209	146,938	11,947	158,885
Units issued during the period	11,765	20,000	-	20,000
Less: unit issue costs	-	(623)	-	(623)
Profit attributable to unitholders	-	-	14,569	14,569
Distribution paid or provided for	-	-	(9,988)	(9,988)
<b>Balance at 31 December 2007</b>	<b>134,974</b>	<b>166,315</b>	<b>16,528</b>	<b>182,843</b>
<b>Balance at 1 July 2008</b>	134,974	166,315	34,313	200,628
(Loss) attributable to unitholders	-	-	(41,281)	(41,281)
Distribution paid or provided for	-	-	(5,399)	(5,399)
<b>Balance at 31 December 2008</b>	<b>134,974</b>	<b>166,315</b>	<b>(12,367)</b>	<b>153,948</b>

AUSTRALIAN EDUCATION TRUST  
NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS  
FOR THE HALF-YEAR ENDED 31 DECEMBER 2008

## 8. Segment information

### (a) Primary reporting - geographical segments

	Australia		New Zealand		Eliminations		Consolidated Group	
	31 Dec	31 Dec	31 Dec	31 Dec	31 Dec	31 Dec	31 Dec	31 Dec
	2008	2007	2008	2007	2008	2007	2008	2007
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Revenue</b>								
External sales	18,507	19,161	1,982	2,516	-	-	20,489	21,677
Unallocated revenue							384	488
Change in fair value of interest rate swaps							-	4,572
Change in fair value of foreign exchange contracts							34,188	-
<b>Total revenue</b>							<b>55,061</b>	<b>26,737</b>
<b>Result</b>								
Segment result	6,420	8,399	(24)	1,091	-	-	6,396	9,490
Unallocated expenses net of unallocated revenue							384	488
Change in fair value of interest rate swaps							(21,266)	4,572
Impairment of receivables							(1,658)	-
Impairment of investment properties							(25,137)	-
Profit before tax							(41,281)	14,550
Income tax							-	19
<b>Profit after tax</b>							<b>(41,281)</b>	<b>14,569</b>
<b>Assets</b>								
Segment assets	427,045	438,794	49,402	38,995	(15,569)	(9,937)	460,878	467,852
<b>Total assets</b>							<b>460,878</b>	<b>467,852</b>
<b>Liabilities</b>								
Segment liabilities	306,381	266,988	34,302	28,472	(33,753)	(28,235)	306,930	267,225
<b>Total liabilities</b>							<b>306,930</b>	<b>267,225</b>
<b>Other</b>								
Acquisitions of non-current segment assets	3,204	33,029	3,827	5,462	-	-	7,031	38,491
Disposals of non-current segment assets	6,134	2,449	3,173	-	-	-	9,307	2,449

### (b) Secondary reporting - business segments

The trust operates in one business segment being the ownership of childcare centre properties.

AUSTRALIAN EDUCATION TRUST  
 NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS  
 FOR THE HALF-YEAR ENDED 31 DECEMBER 2008

**9. Capital and lease commitments**

	Consolidated Group	
	31 Dec 2008 \$'000	31 Dec 2007 \$'000
<b>(a) Capital expenditure commitments - centre acquisitions</b>		
Estimated capital expenditure commitments contracted at balance date but not provided for:		
not later than 1 year	-	20,669

**(b) Lease revenue commitments**

Details of non-cancellable operating leases contracted but not capitalised in the financial statements are shown below:

Lease terms are non-cancellable with a fifteen year term and rent is reviewed annually in accordance with CPI movements. Further, two five year options exist to renew the leases for further terms.

Receivable:		
not later than 1 year	34,632	32,479
later than 1 year but no later than 5 years	147,447	146,999
later than 5 years	299,323	447,059
	<b>481,402</b>	<b>626,537</b>

Only leases with operating centres as detailed in Note 4 are shown above. The revenue commitments shown are dependent on existing leases being assigned to new tenants through the ABC receivership process.

**(c) Leasehold property commitments**

Details of non-cancellable property leases contracted for but not capitalised in the financial statements are shown below:

The property leases are a non-cancellable lease with a twenty year term, with rent payable quarterly or monthly in advance. Contingent rental provisions within the lease agreements require the minimum lease payments shall be increased by the minimum of CPI to a maximum of 5% per annum. A right or option exists to renew the leases for a further term. The lease allows for subletting of all lease areas.

Payable:		
not later than 1 year	895	852
later than 1 year but no later than 5 years	3,941	3,786
later than 5 years	18,085	19,135
	<b>22,921</b>	<b>23,773</b>

**10. Contingent liabilities**

No contingent liabilities to the Trust exist of which the Responsible Entity is aware.

## **11. Subsequent events**

Key developments relating to the ABC Receivership are as follows:

ABC 1: ABC 1 centres remain under the control of McGrath Nicol (ABC Receiver). The 203 ABC 1 centres owned by the Trust form part of 720 centres that continue to be operated by ABC. At current time, we understand that McGrath Nicol will embark on a sales process for these centres around mid – 2009.

ABC 2: ABC 2 centres are under control of PPB (the Court approved receiver). These centres are being funded by the Federal Government until 31 March 2009. PPB are conducting a formal sales process for the business and leasehold interests which is scheduled to be completed by 31 March 2009. On 26 February 2009, PPB announced that 180 binding offers had been received for the 241 centres under their control. We understand that each offer may include more than one centre.

ABC New Zealand: A formal sales process for the business and leasehold interests is currently being conducted by McGrath Nicol and is expected to be completed before 30 June 2009. ABC is not in insolvency in New Zealand.

In all sales processes, the Trusts' consent is required for the assignment of the leases.

Closed Centres: These centres have been closed as a result of ABC being placed into receivership on 6 November 2008. On 19 February 2009, the Trust appointed Jones Lang LaSalle ("JLL") to manage an Expressions of Interest ("EOI") process to invite interest from prospective buyers or tenants. EOIs close on 25 March 2009.

Development Sites: These sites were purchased under contractual obligations, including a formal Agreement to Lease with ABC to develop new centres in both Australia and New Zealand. These sites will be sold by the Trust during 2009 and the proceeds used to repay debt.

### **Debt Facilities**

As disclosed in Note 6 of these Financial Statements, the Trust has breached its Financial Charges Ratio (FCR) of 1.75 for the six month period to 31 December 2008. The Trust has reached standstill/waiver agreements with its debt providers through to 31 March 2009 with a restructuring of the debt facilities to be completed during the next six month period.

### **Property Sales**

Subsequent to 31 December 2008, the Trust has sold two properties for \$1.9 million, resulting in a small profit above the properties carrying values.

**AUSTRALIAN EDUCATION TRUST  
DIRECTORS DECLARATION  
FOR THE HALF-YEAR ENDED 31 DECEMBER 2008**

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In the opinion of the directors of Austock Property Management Limited, the responsible entity of Australian Education Trust ("the Trust"):

1. the financial statements and notes, set out on pages 6 to 18 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 2008 and of its performance, as represented by the results of its operations and its cash flows, for the half-year ended on that date; and
  - (ii) complying with Accounting Standards in Australia and the Corporations Regulations 2001.
2. there are reasonable grounds to believe that the Trust will be able to pay its debts as and when they become due and payable.
3. the Trust has operated during the half-year ended 31 December 2008 in accordance with the provisions of the Trust Constitution dated 8 July 2002 (as amended).

Signed in accordance with a resolution of the directors of Austock Property Management Limited.

Dated at Melbourne this 27th day of February 2009



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Victor David Cottren  
Chairman  
Austock Property Management Limited

[Independent Review Report]



**AUSTRALIAN EDUCATION TRUST  
DIRECTORY**

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<b>Responsible Entity and principal place of business of the Trust</b>	Austock Property Management Limited Level 1 350 Collins Street Melbourne VIC 3000
<b>Directors of the Responsible Entity</b>	Michael Francis Johnstone Victor David Cottren (Chairman) Nick Anagnostou
<b>Solicitors</b>	Macrossans Lawyers Level 23 AMP Place 10 Eagle Street Brisbane Qld 4000
<b>Auditor</b>	Moore Stephens Level 14 607 Bourke Street Melbourne Vic 3000
<b>Taxation Advisors</b>	Moore Stephens Level 14 607 Bourke Street Melbourne Vic 3000
<b>Bank</b>	National Australia Bank Level 24, 500 Bourke Street Melbourne VIC 3000
<b>Custodian</b>	Trust Company Limited 213-217 St Pauls Terrace Spring Hill Qld 4006
<b>Secretary of the Responsible Entity</b>	Elizabeth Lee Level 1 350 Collins Street Melbourne VIC 3000
<b>Investor Relations</b>	Lula Lioffi Austock Property Management Limited Level 1 350 Collins Street Melbourne VIC 3000 Ph: (03) 8601 2000