

QUANTUM PROPERTY TRUST NO. 12

ARSN: 111 225 015

financial report

FOR THE YEAR ENDED 30 JUNE 2006

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Responsible Entity

Quantum Syndicate Management Ltd

ABN: 37 086 965 684

AFSL: 237301

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GPO Box 2593

SYDNEY NSW 2001

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Custodian

Australian Executor Trustees Ltd

ABN: 84 007 869 794

Level 9

80 Alfred Street

MILSONS POINT NSW 2061

Auditor

Pascoe Whittle

Level 8

191 Clarence Street

SYDNEY NSW 2000

DIRECTORS REPORT

The Directors of Quantum Syndicate Management Ltd, the Responsible Entity of Quantum Property Trust No.12 ("the Fund") submit the report of the Fund for the year ended 30 June 2006

DIRECTORS

The names of the Directors of Quantum Syndicate Management Ltd in office during the financial year and until the date of this report are:

Peter Gribble	
JoAnna Fisher	Appointed 1 October 2005
James Maitland	
Jonathan Martin	Resigned 1 October 2005

Directors were in office from the beginning of the financial year until the date of this report, unless otherwise stated.

Relevant Interest in the Scheme and options over Interests in the Scheme

As at the date of this report, the Interests of the Directors in the Scheme and options over Interests in the Fund were:

	Relevant Interest	Options over Interests
	<i>Fully paid Units</i>	
Peter Gribble	66,353 [^]	0
JoAnna Fisher	0	0
James Maitland	0	0
Jonathan Martin	200,000 [^]	0

[^] *In capacity as trustee; beneficially held by a related party of the Directors*

The Directors are not party to any contract to which the Directors may be entitled to a benefit or that confer a right to call for or deliver Interests in the Fund.

PRINCIPAL ACTIVITIES

The principal activity of the Fund during the year was to invest funds in accordance with the provisions of the Fund Constitution. The Fund invests in direct property, money market securities and fixed interest securities in accordance with the provisions of the constitution. There have been no significant changes in the nature of those activities during the year.

DIRECTORS REPORT

FUND INFORMATION

Quantum Property Trust No.12 is a listed Australian registered Managed Investment Scheme. Quantum Syndicate Management Ltd, the Responsible Entity of the Fund, is incorporated and domiciled in Australia.

The Scheme was officially listed to trade on the Stock Exchange of Newcastle Ltd on 17 March 2005 (trading code QPTXXL).

The registered office of the Responsible Entity is located at level 9, 49-51 York Street, Sydney, NSW, 2000.

At balance date, the Fund had no employees.

OPERATING RESULTS

The net operating income is presented in the Income Statement. The net profit attributable to the Members of the Fund for the year ending 30 June 2006 amounted to \$159,540 (2005: \$336,239).

REVIEW OF OPERATIONS

The Scheme owns a twenty-five percent interest in Quantum Property Syndicate No.12 ARSN: 111 225 060 (QPS12).

DISTRIBUTIONS

Distributions paid to Members during the year included the following payments;

- 2.00 cents per Unit paid on 28 September 2005,
- 2.00 cents per Unit paid on 30 December 2005,
- 2.00 cents per Unit paid on 31 March 2006, and
- 2.00 cents per Unit paid on 30 June 2006.

Totalling 8.00 cents per Unit paid during the period ending 30 June 2005. Please refer to Note 7 in the Notes to Financial Statements for complete details regarding distributions.

INTERESTS ON ISSUE

6,258,373 Units of Quantum Property Trust No.11 were on issue at 30 June 2006 (2005: 6,258,373). There were no interests redeemed or issued during the year, refer to Note 8 in the Notes to Financial Statements for further information.

OPTIONS

No options over issued interests in the Fund were granted during or since the end of the financial year and there were no options outstanding at the date of this report.

FUND ASSETS

At 30 June 2006, Quantum Property Trust No.12 held assets to a total value of \$7,245,049 (2005: \$6,737,101). The basis for valuation of the assets is disclosed in Note 1 in the Notes to Financial Statements.

FEES PAID TO THE RESPONSIBLE ENTITY AND ASSOCIATES

The following fees were paid to the Responsible Entity out of Fund property during the financial year;

- Management fee for the financial year paid to the Responsible Entity was \$0 (2005: \$0)

Refer to Note 12 in the Notes to Financial Statements for further details regarding the fees paid to the Responsible Entity.

The Responsible Entity and its associates did not hold any interest in the Fund for the financial year ended other than as set out in Note 12 in the Notes to Financial Statements.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

There were no significant changes to the state of affairs of Quantum Property Trust No.12 during the year, other than those changes otherwise identified in this financial report.

SIGNIFICANT EVENTS AFTER THE BALANCE DATE

There has been no matters or circumstances that has arisen since the end of the financial year that has significantly affected, or may affect the Funds operations in future financial years, the results of those operations or the Funds state of affairs in future financial years.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

The investment strategy of the Fund will be maintained in accordance with the Fund Constitution and investment objectives.

The Responsible Entity will undertake no further investments in direct property, unless approved by Members. Future results will depend on the performance of the market in relation to the Funds investment strategy.

ENVIRONMENTAL REGULATION AND ISSUES

The operations of the Fund are not subject to any particular and significant environmental regulation under a law of the Commonwealth or of a State or Territory. There have been no known significant breaches of any other environmental requirements applicable to the Fund.

DIRECTORS REPORT

INDEMNIFICATION AND INSURANCE OF OFFICERS AND AUDITORS

The Fund has indemnified all officers and employees of the Responsible Entity against liabilities of the Fund, under the Constitution other than if;

“... provided that the Manager did not act negligently, fraudulently or in breach of duty or breach of trust and acted, in accordance with this Constitution or the law; and acted in good faith”

During the year the Responsible Entity has paid premiums in respect of their officers for liability and professional indemnity insurance for the year ended 30 June 2006. The Responsible Entity has paid or agreed to pay premiums in respect of such insurance contracts for the following year. Such insurance contracts insure against certain liability (subject to specified exclusions) for persons who are or have been the director or executive officers of the Responsible Entity.

Details of the nature of the liabilities covered or the amount of the premium paid has not been included as such disclosure maybe prohibited under the terms of the contracts.

PROCEEDINGS ON BEHALF OF MANAGED INVESTMENT SCHEME

No person has applied for leave of Court to bring proceedings on behalf of the Fund or intervene in any proceedings to which the Fund is a party for the purpose of taking responsibility on behalf of the Fund for all or any part of those proceedings.

The Fund was not a party to any such proceedings during the year.

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Quantum Syndicate Management Ltd support and have adhered to the principles of corporate governance, other than as noted below.

Outlined below are the following recommendations that have not been followed by the Responsible Entity and the explanation for the departure from best practice recommendations:

- The majority of board members is not made up of independent Directors. Based upon the relatively small size of the operations of the Responsible Entity the Directors feel that this structure effectively adds value to the company;
- An audit committee has not been established. This is due mainly to the relatively small size of the operations, and the board consults regularly on financial issues concerning the company;
- The Responsible Entity has not requested the attendance by the external auditor of the Fund at the annual general meeting. Should any Members of the Fund raise any questions at the meeting in respect to the conduct of the audit and the preparation and content of the audit report, the Responsible Entity will convey these to the auditor, and seek to provide the Members of the Fund with a written response by the Auditor.
- A remuneration committee has not been established. This is due mainly to the relatively small size of the operations, and the board consults regularly on remuneration issues concerning the Directors and executives of the company.

BOARD COMMITTEES

As at the date of this report, the Responsible Entity had a Compliance Committee and a Nominating Committee.

Members acting on the committees of the board during the year were:

Nominating

Peter Gribble[^]
James Maitland

Compliance

Edmund Thrum[^]
Edmund Khalaf @
Christopher Nicholls @

[^] Chairman of the committee.

@ Edmund Khalaf and Christopher Nicholls are independent consultants and not Directors of the Responsible Entity.

DIRECTORS REPORT

DIRECTORS MEETINGS

The number of meetings of Directors (including meetings of committees of Directors) held during the year and the number of meetings attended by each Director were as follows:

	Directors Meetings	Meetings of Committees	
		Nominating	Compliance
Number of meetings held	8	1	4
Number of meetings attended			
Peter Gribble	8	1	-
JoAnna Fisher	7	-	-
James Maitland	8	1	4
Jonathan Martin	1	-	-

AUDITOR INDEPENDENCE AND NON-AUDIT SERVICES

The directors received the following declaration from the auditor of the Fund.



PASCOE WHITTLE

LEVEL 8, 191 CLARENCE STREET
SYDNEY NSW 2000

GPO Box 5269
SYDNEY NSW 2001

TELEPHONE (02) 9299 2444
FACSIMILE (02) 9299 2423

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 370C OF THE CORPORATIONS ACT 2001

TO THE MEMBERS OF QUANTUM PROPERTY TRUST NO. 12

We declare to the best of our knowledge and belief, during the period ended 30 June 2006 there have been:

- (i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit

PASCOE WHITTLE

JOHN PASCOE
Partner

Sydney

28 September 2006

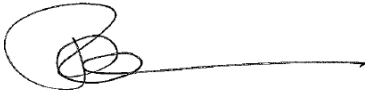
DIRECTORS REPORT

The following non-audit services were provided by the Funds auditor, Pascoe Whittle. The directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised.

Pascoe Whittle received or are due to receive the following amounts for the provision of non-audit services:

- Audit and review of the Fund compliance plan \$300

Signed in accordance with a resolution of the Directors

A handwritten signature in black ink, consisting of a large, stylized 'P' followed by a horizontal line extending to the right.

Peter Gribble
Chairman
Quantum Syndicate Management Ltd

Sydney, 28 September 2006

INCOME STATEMENT
FOR THE YEAR ENDED 30 JUNE 2006

	Note	30 June 2006	30 June 2005
Share of profits of investments accounted for using the equity method		385,943	368,607
Other revenue		657,129	343,868
Interest income		3,711	14,004
Net investment income		1,046,784	726,478
Fund expenses		(23,954)	(4,824)
Finance costs		(863,291)	(385,415)
Net profit attributable to members		159,540	336,239
Basic earnings per interest		2.55	10.27
Diluted earnings per interest		2.55	10.27

BALANCE SHEET
AS AT 30 JUNE 2006

	Note	30 June 2006	30 June 2005
Current assets			
Cash and cash equivalents		56,653	60,989
Receivables	3	-	20,750
		56,653	81,739
Non current assets			
Receivables	3	649,390	90,098
Investments accounted for using the equity method	4	6,524,998	6,546,460
Intangible assets	5	14,008	18,804
		7,188,397	6,655,363
Total assets		7,245,049	6,737,101
Current liabilities			
Payables	6	75	1,809
Provisions	7	490,823	140,680
		490,897	142,489
Non current liabilities			
Interests on issue		6,258,373	6,258,373
		6,258,373	6,258,373
Total liabilities		6,749,270	6,400,862
Net assets		495,779	336,239
Equity			
Undistributed profits	9	495,779	336,239
Total equity		495,779	336,239

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2006

	Note	30 June 2006	30 June 2005
Total equity at the begining of the year		336,239	-
Profit for the year		159,540	336,239
Total recognised income and expenses for the year		159,540	336,239
Total equity at the end of the year		495,779	336,239

STATEMENT OF CASH FLOWS
AS AT 30 JUNE 2006

	Note	30 June 2006	30 June 2005
Cash flows from operating activities			
Distributions received from associates		407,406	80,518
Cash receipts in the course of operations		657,129	343,868
Interest received		3,711	14,004
Payments to suppliers		(20,142)	(3,279)
Borrowing costs paid		(513,148)	(245,221)
Net cash provided by operating activities	10(a)	534,956	189,890
Cash flows from investing activities			
Provision of loans		(559,292)	(90,098)
Payments for investments		-	(6,258,372)
Payments for intangible assets		-	(18,804)
Net cash used in investing activities		(559,292)	(6,367,274)
Cash flows from financing activities			
Proceeds from equity raisings		20,000	6,238,373
Net cash used in financing activities		20,000	6,238,373
Net increase in cash and cash equivalents		(4,336)	60,989
Cash and cash equivalents at beginning of year		60,989	-
Cash and cash equivalents at end of year	10(b)	56,653	60,989

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) BASIS OF FINANCIAL REPORT

This general purpose financial report has been prepared in accordance with Australian equivalents to International Financial Reporting Standards (AIFRSs), other authoritative pronouncements of the Australian Accounting Standards Board, Urgent Issues Group Interpretations and the Corporations Act 2001.

Compliance with IFRSs

Australian Accounting Standards include AIFRSs. Compliance with AIFRSs ensures that the financial statements and notes comply with International Financial Reporting Standards (IFRSs).

Historical cost convention

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of investment property.

The following is a summary of the material accounting policies adopted by the Fund in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

(b) REVENUE

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of bad debts. Revenue is recognised for the major business activities as follows:

i) Interest income

Interest income is recognised in the income statement using the effective interest rate method. The effective interest rate method is a method of calculating the amortised cost of a financial asset and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument, or a shorter period where appropriate, to the net carrying amount of the financial asset. When calculating the effective interest rate, the Fund estimates cash flows considering all contractual terms of the financial instrument but does not consider future credit losses. The calculation includes all fees and points paid or received between the parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts.

(c) TAXATION

Under current income tax legislation, the Fund is not liable for income tax, provided that the taxable income is fully distributed to members each year. The Fund fully distributes its taxable income, calculated in accordance with the Fund Constitution and applicable legislation, to members who are presently entitled to income under the constitution. Tax allowances for building and plant and equipment depreciation are distributed to members in the form of tax deferred components of distributions.

(d) GOODS AND SERVICES TAX

Revenues, expenses and assets (with exception of receivables) are recognised net of the amount of goods and services tax (GST) to the extent that the GST is recoverable from the taxation authority. Where GST is not recoverable, it is recognised as part of the cost of acquisition, or as an expense.

Receivables and payables are stated inclusive of GST. The net amount of GST recoverable from, or payable to, the taxation authority is included in the Balance Sheet as a receivable or payable.

The GST component of cash flows arising from the investing and financing activities, which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

(e) CASH AND CASH EQUIVALENTS

Cash and cash equivalents includes deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

(f) RECEIVABLES

Receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for doubtful debts. Receivables are due for settlement after not more than 30 days.

Collectibility of receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off. A provision for doubtful receivables is established when there is objective evidence that the Fund will not be able to collect all amounts due according to the original terms of receivables. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial. The amount of the provision is recognised in the income statement.

(g) ACQUISITION OF ASSETS

The purchase method of accounting is used for all acquisitions of assets regardless of whether equity instruments or other assets are acquired. Cost is measured as the fair value of the assets given up, units issued or liabilities undertaken at the date of acquisition plus incidental costs directly attributable to the acquisition. Where equity instruments are issued in an acquisition, the value of the instruments is their market price as at the acquisition date. Transaction costs arising on the issue of equity instruments are recognised directly in equity.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

(h) INVESTMENTS- ASSOCIATES

Associates are those entities over which the Fund has significant influence, but not control, over the financial and operating policies. The Financial Report includes the Funds share of the total recognised gains and losses of associates on an equity accounted basis, from the date that significant influence commences until the date that significant influence ceases. If the Funds share of losses exceeds its interest in an associate, the Funds carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Fund has incurred legal or constructive obligations or made payments on behalf of the associate.

(i) TRADE AND OTHER PAYABLES

These amounts represent liabilities for goods and services provided to the Fund prior to the end of the period which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

(j) BORROWINGS AND BORROWING COSTS

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the income statement over the period of the borrowings using the effective interest rate method. Borrowings are classified as current liabilities unless the Fund has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date. Borrowing costs incurred for construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for intended use or sale. Other borrowing costs are expensed.

(k) CAPITAL CONTRIBUTED

Ordinary units are classified as debt, and recorded as a non current liability. Increment costs directly attributable to the issue of new units are shown in non current liabilities as a deduction from the proceeds.

(l) DISTRIBUTIONS

Given the classification of the Funds capital as debt, distributions are recorded as a borrowing cost in the income statement. Provision is made for the amount of any distribution declared, being appropriately authorised and no longer at the discretion of the Fund, on or before the end of the period but not distributed at balance date.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

2 REVENUE

	30 June 2006	30 June 2005
-Share of profits accounted for using the equity method	385,943	368,607
-Guarantee fees	657,129	343,868
-Loan interest	1,389	-
-Bank interest income	2,322	14,004
	1,046,784	726,478

3 RECEIVABLES

Current receivables		
Trade debtors	-	20,750
	-	20,750
Non current receivables		
Interest bearing loan	649,390	90,098
	649,390	90,098

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

4 INVESTMENT IN ASSOCIATE

Investments in associates are accounted for in the Financial Statements using the equity method of accounting. Information relating to the associates is set out below.

			30 June 2006	30 June 2005
	<i>Ownership interest (%)</i>		<i>Carrying amount</i>	
Name & activity	2006	2005		
Quantum Property Syndicate				
No.12- investment in real property	25%	25%	6,524,998	6,546,460
			6,524,998	6,546,460
(a) Movements in carrying amount of investment in associates				
Balance at beginning of the year			6,546,460	-
Acquisition of associate			-	6,258,373
Share of net profit (excluding fair value adjustments)			385,943	119,767
Share of fair value adjustments			-	248,840
Distributions received/receivable			(407,406)	(80,519)
			6,524,998	6,546,460

Revenues	Profit	Share of associates net profit recognised	Total assets	Total liabilities	Net assets as reported by associate	Share of associates net assets equity accounted
2006						
2,387,866	1,543,774	385,943	26,196,036	25,129,533	1,066,503	266,625
2005						
1,196,737	1,474,428	368,607	26,644,823	25,492,470	1,152,353	288,087

5 INTANGIBLE ASSETS

Fund establishment costs	18,804	18,804
Accumulated amortisation	(4,795)	-
	14,008	18,804

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

6 PAYABLES (CURRENT)

	30 June 2006	30 June 2005
Trade and other payables	74	1,989
GST	1	(180)
	75	1,809

7 PROVISIONS

Provision for expenses	1,500	-
Provision for distributions	489,323	140,680
	490,823	140,680
(a) Movements in provision for distribution		
Balance at beginning of the year	140,680	-
Distribution vesting in Members	855,398	385,415
Distributions paid	(506,755)	(244,735)
	489,323	140,680

8 INTERESTS ON ISSUE

	Date of Issue	Number of Interests		
Ordinary interests issued at \$1.00 per interest	21 December 2004	6,258,373	6,258,373	6,258,373
			6,258,373	6,258,373

Rights and Restrictions over Ordinary Interests:

Each Interest ranks equally with all other Ordinary Interests for the purpose of distributions and on termination of the Fund.

Ordinary Interests entitle the holder to one vote on a show of hands, or if a poll is called, one vote for each percentage of the total issued Interests held by that Interest holder, either in person or by proxy, at a meeting of the Fund.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

9 UNDISTRIBUTED PROFIT

	30 June 2006	30 June 2005
Balance at beginning of the year	336,239	-
Profit for the year	159,540	336,239
	495,779	336,239

10 STATEMENT OF CASH FLOWS

a) RECONCILIATION OF NET PROFIT TO NET CASH PROVIDED BY OPERATING ACTIVITIES:

Net profit/(loss) for the year	159,540	336,239
Add back non cash items in profit and loss		
-Amortisation expense	4,795	-
-Investments accounted by the equity method movements	21,463	(288,088)
	26,258	(288,088)
Change in operating assets and liabilities		
-Trade debtors	780	(750)
-Trade and other payables	(1,945)	1,990
-Provision for expenses	1,500	-
-Provision for distributions	348,643	140,680
-GST	181	(181)
Net cash inflows from operating activities	534,956	189,890

b) RECONCILIATION OF CASH

Cash and cash equivalents	56,653	60,989
	56,653	60,989

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

11 FINANCIAL INSTRUMENTS

INTEREST RATE RISK

The Fund's exposure to interest rate risks and the effective interest rates of financial assets and financial liabilities, both recognised and unrecognised at the balance date, are as follows:

Financial Instruments	Floating interest rate		Fixed interest rate maturing in						Non-interest bearing	Total carrying amount as per balance sheet		
			1 year or less		Over 1 to 5 years		More than 5 years					
	2006	2005	2006	2005	2006	2005	2006	2005	2006	2005	2006	2005
Financial assets												
Cash	56,653	60,989	-	-	-	-	-	-	-	-	56,653	60,989
Receivables	-	-	-	-	649,390	90,098	-	-	649,390	110,848	1,298,780	200,946
	56,653	60,989	-	-	649,390	90,098	-	-	649,390	110,848	1,355,433	261,935
Weighted average interest rate	4.32%	3.75%	N/A	N/A	10.00%	10.00%	N/A	N/A	N/A	N/A		
Financial liabilities												
Trade and other payables	-	-	-	-	-	-	-	-	75	1,809	75	1,809
Provisions	-	-	-	-	-	-	-	-	490,823	140,680	490,823	140,680
	-	-	-	-	-	-	-	-	490,897	142,489	490,897	142,489
Weighted average interest rate	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A		
Net financial assets/liabilities	56,653	60,989	-	-	649,390	90,098	-	-	158,493	(31,640)	864,536	119,446

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

FINANCIAL INSTRUMENTS (cont'd)

CREDIT RISK

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets is the carrying amount, net of any provisions for doubtful debts of those assets, as disclosed in the Statement of Financial Position and Notes to the Financial Statements.

NET FAIR VALUES

The net fair values of financial assets and financial liabilities generally approximate their carrying values.

HEDGING INSTRUMENTS

The Fund does not usually use any hedging instruments, there were no hedging instruments used during the year.

12 RELATED PARTIES

The Responsible Entity of Quantum Property Trust No.12 is Quantum Syndicate Management Ltd, whose ultimate holding company is Quantum Group Holdings Pty Ltd. The following transactions have taken place with the Responsible Entity, Quantum Group Holdings Pty Ltd and its controlled entities and other related parties, on normal commercial terms, during the year ended 30 June 2006.

FUND MANAGEMENT FEE

The Responsible Entity does not charge a management fee to the Fund. Fund management fees paid or provided for, for the current year amounted to \$0 (2005: \$0).

RESPONSIBLE ENTITY INTEREST

The Responsible Entity nor any related parties held an interest in the Fund during the current year.

DIRECTORS

The Directors of Quantum Syndicate Management Ltd during the year were:

Name	Date of Appointment	Number of interests held
Peter Gribble	Appointed 1 April 1999	66,353 [^]
JoAnna Fisher	Appointed 1 October 2005	-
James Maitland	Appointed 9 April 2002	-
Jonathan Martin	Appointed 1 April 1999, Resigned 1 October 2005	200,000 [^]

From time to time Directors of the Responsible Entity, or their related entities, may invest or withdraw from the Fund. These transactions are on the same terms and conditions as those entered into by other Fund Members.

Apart from the details disclosed in this note, no Director has entered into a material contract with the Fund since the end of the previous financial year and there were no material contracts involving Directors interests subsisting at year end.

13 DIRECTORS AND EXECUTIVE DISCLOSURES

DETAILS OF SPECIFIED DIRECTORS AND SPECIFIED EXECUTIVES

Specified Directors

The Directors of Quantum Syndicate Management Ltd during the year were:

Peter Gribble	Chairman and Chief Executive Officer
JoAnna Fisher	Non-executive Director
James Maitland	Director and Chief Financial Officer
Jonathan Martin	Non-executive Director

Specified Executives

Neither Quantum Property Trust No.12 nor Quantum Syndicate Management Ltd employ persons deemed to be specified executives of the Scheme.

REMUNERATION OF SPECIFIED DIRECTORS

Remuneration Policy

Remuneration of Directors is paid directly by either Quantum Syndicate Management Ltd or, one of the subsidiaries of its ultimate parent entity, Quantum Group Holdings Pty Ltd. The Directors do not receive any remuneration directly from Quantum Property Trust No.12. The Remuneration of Directors disclosed below has been based on the estimated proportion of time spent by each Director on the overall property syndication business and then apportioned equally to all registered schemes managed by the Responsible Entity.

The board of Directors are responsible for determining and reviewing compensation arrangements for the Directors of the Responsible Entity. The Directors assess the appropriateness of the nature and amount of emoluments of the Directors on a periodic basis by reference to relevant employment market conditions with the overall objective of ensuring maximum shareholder benefit from the retention of a high quality board.

Remuneration of Specified Directors

	<i>Post</i>					
	<i>Primary</i>	<i>Empl'mnt</i>	<i>Equity</i>	<i>Other</i>	<i>Total</i>	
Specified Directors	Salary & Fees	Cash Bonus	Super-annuation	Options		
Peter Gribble^	15,000	-	4,000	-	-	19,000
JoAnna Fisher*	2,000	-	-	-	-	2,000
James Maitland^	5,750	1,699	473	-	-	7,922
Jonathan Martin*	625	-	-	-	-	625
Total	23,375	1,699	4,473	-	-	29,547

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

* The amount of remuneration of non-executive Directors has been determined based on an allocation of their activities attributed to each scheme managed by the Responsible Entity.

^ As these Directors either are or were also Directors of other entities within the wholly-owned group, the amount of remuneration disclosed in the Fund is based, firstly, on an allocation of their activities attributed to the Responsible Entity and, secondly, on an equal allocation to each scheme managed by the Responsible Entity.

OTHER TRANSACTIONS AND BALANCES WITH SPECIFIED DIRECTORS

Apart from the details disclosed in this note, no specified Director has entered into a material contract with the Fund since the end of the previous financial year and there were no material contracts involving Directors interests subsisting at year end.

14 AUDITORS REMUNERATION

	30 June 2006	30 June 2005
Audit and review of the financial report	5,300	-
Audit and review of the compliance plan	300	-
	5,600	-

15 NET ASSET BACKING PER INTEREST

Basic net asset backing is calculated by dividing the Total Members Funds by the number of Ordinary Interests on issue. The number of Interests used in the calculation of Basic Net Asset Backing is 6,258,373 (2005: 6,258,373).

Basic net asset backing per interest (cents)	7.92	5.37
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16 EARNINGS PER INTEREST

Earnings per Interest is calculated by dividing the Net Profit Attributable to Members of the Fund by the weighted number of Ordinary Interests on issue during the year. The weighted average number of Interests used in the calculation of earnings per Interest is 6,258,373 (2005: 3,274,929).

Basic earnings per Interest (cents)	2.55	10.27
Diluted earnings per Interest (cents)	2.55	10.27

17 SEGMENT REPORTING

The Fund operates in one business segment being Managed Investment Scheme investments, and in one geographical segment being New South Wales, Australia.

18 OTHER REQUIRED INFORMATION

a) COMMENCEMENT DATE OF FUND

The Fund was constituted on 20 September 2004.

b) LIFE OF THE FUND

The term of the Fund is six years from the date of execution of the constitution (dated 20 September 2004). This term may only be extended if greater than 75% of Members agree. The Fund must be terminated within twelve years of the execution of the constitution.

c) BUYBACK OR REDEMPTION

The Responsible Entity does not anticipate that it will ever be in a position to buy back or redeem any Interests in the Fund to Members unless all assets are sold and are all in cash.

d) BORROWINGS

Under the constitution the Responsible Entity has the power to arrange loans for the Fund. The Responsible Entity does not intend to borrow more than 75% of the value of the assets of the Fund and such loans will be limited solely to the assets of the Fund.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

19 EXPLANATION OF TRANSITION TO AUSTRALIAN EQUIVALENTS TO AIFRS's

a) RECONCILIATION OF EQUITY REPORTED UNDER PREVIOUS AGAAP TO EQUITY UNDER AIFRS

<i>At the date of transition to AIFRS: 1 July 2004</i>				<i>At the date of the last reporting period: 30 June 2005</i>		
Ref	AGAAP	Effect of Transition	AIFRS	AGAAP	Effect of Transition	AIFRS
Current assets						
Cash and cash equivalents	-	-	-	60,989	-	60,989
Receivables	-	-	-	20,750	-	20,750
	-	-	-	81,739	-	81,739
Non current assets						
Receivables	-	-	-	90,098	-	90,098
Investments accounted by the equity method ii	-	-	-	6,546,460	-	6,546,460
Intangible assets	-	-	-	18,804	-	18,804
	-	-	-	6,655,362	-	6,655,362
Total assets	-	-	-	6,737,101	-	6,737,101
Current liabilities						
Payables	-	-	-	1,809	-	1,809
Provisions	-	-	-	140,680	-	140,680
	-	-	-	142,489	-	142,489
Non current liabilities						
Interests on issue i	-	-	-	-	6,258,373	6,258,373
	-	-	-	-	6,258,373	6,258,373
Total liabilities	-	-	-	142,489	6,258,373	6,400,862
Net assets	-	-	-	6,594,612	(6,258,373)	336,239
Equity						
Interests on issue i	-	-	-	6,258,373	(6,258,373)	-
Reserves ii	-	-	-	248,840	(248,840)	-
Undistributed profits ii	-	-	-	87,400	248,840	336,239
Total equity	-	-	-	6,594,612	(6,258,373)	336,239

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2006

b) RECONCILIATION OF NET PROFIT REPORTED UNDER AGAAP TO THAT UNDER AIFRS

	Ref	AGAAP	Effect of Transition	AIFRS
Share of profits of investments accounted by equity		119,766	248,840	368,607
Other revenue		343,868	-	343,868
Interest income		14,004	-	14,004
Net investment income		477,638	248,840	726,478
			-	
Fund expenses		(4,824)	-	(4,824)
Finance costs	i	-	(385,415)	(385,415)
Net profit attributable to members		472,814	(136,574)	336,239

c) RECONCILIATION OF CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2005

Other than classifying distributions as a borrowing cost under operating cash flows, the adoption of AIFRS's has not resulted in any material adjustments to the cash flow statements.

d) NOTES

- (i) Under AASB 132 *Financial Instruments: Disclosure and Presentation* the issued interests of the Scheme would no longer meet the definition of equity, given the fixed life of the Scheme. This requires the issued interests of the Scheme to be reclassified as debt rather than equity, and distributions to be recorded as borrowing costs in the Income Statement.
- (ii) Under AASB 140 *Investment Property* fair value increments or decrements are recognised in the profit and loss account. The opening balance held in asset revaluation reserve account is transferred to undistributed income at transition, and any future movements in fair value will effect the balance held in undistributed income.

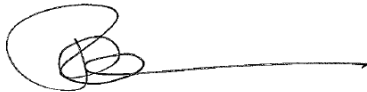
DIRECTORS DECLARATION

DIRECTORS DECLARATION

The Directors of Quantum Syndicate Management Ltd, as Responsible Entity of the Quantum Property Trust No.12 (the "Fund"), declares that they are of the opinion that:

1. the Financial Statements and notes of the Fund are in accordance with the Corporations Act 2001, including:
 - a. giving a true and fair view of the Funds financial position as at 30 June 2006 and of the performance as represented by the results of the operations and the cash flows for the year ended on that date; and
 - b. complying with Accounting Standards and Corporations Regulations 2001.
2. there are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable; and
3. the registered Fund has operated in accordance with the provisions of the constitution; and
4. the register of Members has, during the year ended 30 June 2006, been properly drawn up and maintained so as to give a true account of the Members of the Fund

Signed in accordance with a resolution of the Directors



Peter Gribble
Chairman
Quantum Syndicate Management Ltd

Sydney, 28 September 2006

INDEPENDENT AUDIT REPORT



PASCOE WHITTLE

LEVEL 8, 191 CLARENCE STREET
SYDNEY NSW 2000

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SYDNEY NSW 2001

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF QUANTUM PROPERTY TRUST NO. 12

Scope

We have audited the financial report of Quantum Property Trust No. 12, a Managed Investment Scheme for the year ended 30 June 2006, consisting of the balance sheet, income statement, statement of changes in equity, statement of cash flows, accompanying notes and the responsible entity's declaration set out in this report.

The responsible entity, Quantum Syndicate Management Ltd is responsible for the preparation and the true and fair presentation of the financial report in accordance with the constitution. This includes responsibility for the maintenance of adequate accounting records and internal controls that are designed to prevent and detect fraud and error, and for the accounting policies and accounting estimates inherent in the financial report.

We have conducted an independent audit of this financial report in order to express an opinion on it to the members of the trust. Our audit has been conducted in accordance with Australian Auditing Standards to provide reasonable assurance whether the financial report is free of material misstatement. The nature of an audit is influenced by factors such as the use of professional judgement, selective testing, inherent limitations of internal control, and the availability of persuasive rather than conclusive evidence. Therefore, an audit cannot guarantee that all material misstatements have been detected.

We perform procedures to assess whether in all material respects the financial report presents fairly, in accordance with the constitution, including compliance with accounting standards and the Corporations Regulation 2001 and other mandatory financial reporting requirements in Australia, a view which is consistent with our understanding of the funds financial position, and of its performance as represented by the results of its operations and cash flows.

We formed an audit opinion on the basis of these procedures which included:

- examining on a test basis, information to provide evidence supporting the amounts and disclosures in the financial report; and
- assessing the appropriateness of the accounting policies and disclosures used and the reasonableness of significant accounting estimates made by the directors.

While we consider the effectiveness of management's internal controls over financial reporting when determining the nature and extent of our procedures, our audit was not designed to provide assurance on internal controls.

Independence

In conducting our audit, we followed applicable independence requirements of Australian professional ethical pronouncements and the Corporations Act 2001.

Audit Opinion

In our opinion, the financial report of the Quantum Property Trust No. 12 is in accordance with:

- (a) The Corporations Act 2001, including:
 - (i) Giving a true and fair view of the Fund's financial position as at 30 June 2006 and of its performance as represented by the results of the operations and the cash flows for the year ended on that date; and
 - (ii) Complying with Accounting Standards and the Corporations Regulations 2001; and
- (b) Other mandatory professional reporting requirements; and
- (c) With the provisions of the Constitution.

PASCOE WHITTLE

JOHN PASCOE
Partner

Sydney 28 September 2006

Liability limited by the Accountants Scheme, approved under the Professional Standards Act 1994 (NSW)

NSX ADDITIONAL INFORMATION

Additional information required by the Stock Exchange of Newcastle Ltd and not shown elsewhere in this report is as follows. The information is current as at 28 September 2006.

a) DISTRIBUTION OF EQUITY SECURITIES

The number of Unit holders, by size of holding are:

	Ordinary Units	
	<i>Number of Holders</i>	<i>Number of Units</i>
1 - 1,000	-	-
1,001 - 5,000	-	-
5,001 - 10,000	-	-
10,001 - 100,000	65	4,169,866
100,001 and over	11	2,088,507
	76	6,258,373

b) TWENTY LARGEST UNITHOLDERS

The names of the twenty largest holders of quoted Units are:

	Listed Ordinary Units	
	<i>Number of Units</i>	<i>% Ordinary Units</i>
Old Peak Road Investments Pty Ltd	447,027	7.14%
Ah Chai Tai, Bee Wan Lim & Wayne Tai	215,000	3.44%
Bridgepoint Pty Ltd	210,000	3.36%
Chancery Financial Services Ltd	200,000	3.20%
Jonathan Martin	150,000	2.40%
Retirala Pty Ltd	150,000	2.40%
Ah Chai Tai	150,000	2.40%
Permanent Trustee Company Ltd	149,009	2.38%
Quantum Syndicate Management Ltd	146,471	2.34%
Scottish Ship Owners & Managers Pty Ltd	140,000	2.24%
Vtech Holdings Pty Ltd	131,000	2.09%
AL & EL Price	100,000	1.60%
Alfred & Zlata Belluccini	100,000	1.60%
Fant Pty Ltd	100,000	1.60%
Graeme & Eileen Lee	100,000	1.60%
G W Wulff Nominees Pty Ltd	100,000	1.60%
Kyanna Pty Ltd	100,000	1.60%
Mansera Holdings Pty Ltd	100,000	1.60%
Narclip Pty Ltd	100,000	1.60%
Professional Colour Consultancy Pty Ltd	100,000	1.60%
	2,988,507	47.75%

c) SUBSTANTIAL UNITHOLDERS

The names of substantial Unit holders who have notified the Responsible Entity in accordance with section 671B of the Corporation Act 2001 are:

	Number of Units
Old Peak Rd Investments Pty Ltd	447,027
Ah Chai Tai	365,000
Jonathan Martin	404,984

d) VOTING RIGHTS

On a show of hands, each Unit holder present in person or by proxy has one vote. Upon a poll every Unit holder present in person or by proxy will have one vote for each one percent (1%) (or fraction of that percentage) of the total of all Units in the Trust which the Unit holder holds.

Subject to this Constitution all questions will be decided by a majority vote. In the case of joint holders, only the person whose name appears first in the relevant register may vote.

e) FIVE YEAR PERFORMANCE HISTORY

	2006	2005
Gross revenue	1,046,784	726,478
Net profit	159,540	336,239
Total assets	7,245,049	6,737,101
Total liabilities	6,749,270	6,400,862
Unit holders funds	495,779	336,239
Earnings per unit (cents per unit)	2.55	10.27
Distributions per unit (cents per unit)	13.67	6.16
Net tangible assets	0.08	0.05
Price earnings ratio	39.22	9.74