

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder****To Company Name/Scheme** **EVEREST FINANCIAL GROUP LIMITED****ACN/ARSN** **ACN 112 480 145****1. Details of substantial holder (1)****Name** **Wilson Asset Management Group (refer entities listed in Annexure A)****ACN/ARSN (if applicable)**There was a change in the interests of the substantial holder on **04/11/2009**The previous notice was given to the company on **20/08/2009**The previous notice was dated **20/08/2009****2. Previous and present voting power**

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

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
<b>Ordinary Shares</b>	<b>20,635,527</b>	<b>8.2%</b>	<b>29,105,975</b>	<b>11.6%</b>

**3. Changes in relevant interests**

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

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
<b>Refer Annexure B</b>					

**4. Present relevant interests**

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

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
<b>Refer Annexure C</b>					

**5. Changes in association**

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

Name and ACN/ARSN (if applicable)	Nature of association
<b>Not applicable</b>	

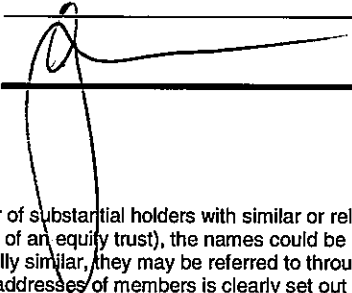
**6. Addresses**

The addresses of persons named in this form are as follows:

Name	Address
<b>Refer Annexure C</b>	

**Signature**

print name **Geoff Wilson** capacity **Director**

sign here  date **05/11/2009**

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

**This is Annexure A of 1 page referred to in Form 604**

**Wilson Management Group**

**1. Details of Wilson Management Group**

Wilson Asset Management (International) Pty Limited (ACN 081 047 118)

MAM Pty Limited (ACN 100 276 542)

WAM Capital Limited (ACN 086 587 395)

Botanical Nominees Pty Limited as trustee of the Wilson Asset Management Equity Fund (ACN 081 032 000)

Wilson Investment Fund Limited (ACN 100 504 541)

WAM Active Limited (ACN 126 420 719)

**Signed:** \_\_\_\_\_

**Date: 05/11/2009**

**Wilson Management Group**

**3. Changes in relevant interests**

**WAM Capital Ltd**

Date of Change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
20-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$7,786.81	115,712 ordinary shares	115,712
25-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$9,421.27	140,000 ordinary shares	140,000
27-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$1,345.90	20,000 ordinary shares	20,000
28-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$13,714.00	204,400 ordinary shares	204,400
31-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$9,678.39	146,000 ordinary shares	146,000
11-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$21,743.90	280,000 ordinary shares	280,000
23-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$31,701.47	404,081 ordinary shares	404,081
25-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$31,831.82	426,300 ordinary shares	426,300
28-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$2,216.74	28,184 ordinary shares	28,184
29-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$1,573.05	20,000 ordinary shares	20,000
27-Oct-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$20,225.66	328,500 ordinary shares	328,500
29-Oct-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$95.44	1,667 ordinary shares	1,667
04-Nov-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$416,729.33	6,926,441 ordinary shares	6,926,441

**Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund**

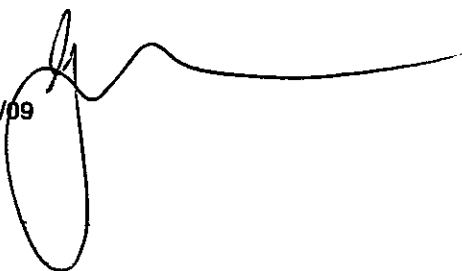
Date of Change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
20-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$1,557.33	23,142 ordinary shares	23,142
25-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$1,884.25	28,000 ordinary shares	28,000
28-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$1,878.63	28,000 ordinary shares	28,000
31-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$1,325.81	20,000 ordinary shares	20,000
11-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$4,348.78	56,000 ordinary shares	56,000
23-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$6,340.28	80,816 ordinary shares	80,816
25-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$6,366.36	85,260 ordinary shares	85,260
28-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$443.36	5,637 ordinary shares	5,637
27-Oct-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$2,770.63	45,000 ordinary shares	45,000
04-Nov-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$6,789.14	112,842 ordinary shares	112,842

**WAM Active Ltd**

Date of Change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
20-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$1,779.88	26,449 ordinary shares	26,449
25-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$2,153.44	32,000 ordinary shares	32,000
28-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$3,193.67	47,600 ordinary shares	47,600
31-Aug-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$2,253.88	34,000 ordinary shares	34,000
11-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$4,970.03	64,000 ordinary shares	64,000
23-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$7,246.11	92,362 ordinary shares	92,362
25-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$7,275.85	97,440 ordinary shares	97,440
30-Sep-09	Wilson Asset Management Group	Underlying portfolios sold shares	\$506.68	6,442 ordinary shares	6,442
27-Oct-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$4,710.09	76,500 ordinary shares	76,500
04-Nov-09	Wilson Asset Management Group	Underlying portfolios bought shares	\$105,933.54	1,760,717 ordinary shares	1,760,717

Signed:  
Director

Date: 5/11/09



This is Annexure C of 1 page referred to in Form 604

**Wilson Management Group**

**4. Present relevant interests**

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder	Nature of relevant Interest	Class and number of securities	Person's votes
Wilson Asset Management Group	RBC Dexia Investor Services	WAM Capital Limited	Management of portfolio of investments of WAM Capital Limited	21,247,362 ordinary shares	21,247,362
Wilson Asset Management Group	RBC Dexia Investor Services	Botanical Nominees Pty Limited ATF Wilson Asset Management Equity Fund	Management of portfolio of investments of Botanical Nominees Pty Limited as trustee of the Wilson Asset Management Equity Fund	2,910,597 ordinary shares	2,910,597
Wilson Asset Management Group	RBC Dexia Investor Services	WAM Active Limited	Management of portfolio of investments of WAM Active Limited	4,948,016 ordinary shares	4,948,016

**6. Addresses**

Name	Address
Wilson Asset Management (International) Pty Limited	Level 11, 139 Macquarie Street, Sydney NSW 2000
MAM Pty Limited	Level 11, 139 Macquarie Street, Sydney NSW 2000
WAM Capital Limited	Level 11, 139 Macquarie Street, Sydney NSW 2000
Botanical Nominees Pty Limited	Level 11, 139 Macquarie Street, Sydney NSW 2000
Wilson Investment Fund Limited	Level 11, 139 Macquarie Street, Sydney NSW 2000
WAM Active Limited	Level 11, 139 Macquarie Street, Sydney NSW 2000
RBC Dexia Investor Services	Level 17, 2 Park Street, Sydney NSW 2000

**Signed:**  
**Director**  
**Date: 05/11/09**

