**Financial Statements** (With Independent Auditors' Report Thereon)

Year Ended December 31, 2012



### **CORPORATE INFORMATION**

## Directors

Malcolm Stott Everest Capital LLC 2601 South Bayshore Drive Suite 1700 Miami, FL U.S.A.

Kathryn R. Siggins 130 Harbour Road Paget PG 05 Bermuda

Ian Pilgrim 102 St. James Court, Flatts Smiths FL 04 Bermuda

## **Principal Office**

O'Hara House 3 Bermudiana Road Hamilton HM 08 Bermuda

#### **Investment Manager**

Everest Capital LLC 2601 South Bayshore Drive Suite 1700 Miami, FL U.S.A. Phone: 305-666-1700 Fax: 305-666-1919 Contact: Stefan Strid

## Administrator

Citco Fund Services (Bermuda) Limited O'Hara House 3 Bermudiana Road Hamilton HM 08 Bermuda Phone: 441-295-7149 Fax: 441-296-4197 Contact: Alan Farrell

#### Auditors

KPMG Audit Limited Chartered Accountants Crown House 4 Par-la-Ville Road Hamilton HM 08 Bermuda Phone: 441-295-5063 Fax: 441-295-9132 Contact: Todd Kearns



**KPMG Audit Limited** Crown House 4 Par-la-Ville Road Hamilton HM 08 Bermuda

Mailing Address: P.O. Box HM 906 Hamilton HM DX Bermuda

+1 441 295 5063 Telephone Fax Internet

+1 441 295 9132 www.kpma.bm

### **Independent Auditors' Report**

The Board of Directors and Shareholders of Everest Capital Global Ltd.

We have audited the accompanying financial statements of Everest Capital Global Ltd. (the "Fund"), which comprise the statement of assets and liabilities as of December 31, 2012, and the related statements of operations and changes in net assets for the year then ended, and the related notes to the financial statements.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Everest Capital Global Ltd. as of December 31, 2012, and the results of its operations for the year then ended in accordance with U.S. generally accepted accounting principles.

KPMG Audit Limited

Chartered Accountants Hamilton, Bermuda April 2, 2013

Statement of Assets and Liabilities

December 31, 2012 (Expressed in thousands of United States Dollars)

Assets Investment in Everest Capital Global Fund, L.P. (the "Partnership") (Note 2(b)) Cash Capital withdrawals receivable from the Partnership Other assets	\$	159,625 1,000 45,949 3,530
Total assets		210,104
Liabilities Management fees payable (Note 3) Subscriptions received in advance Redemptions payable Solicitation fees payable (Note 3) Other liabilities	_	767 1,000 45,949 84 3,531
Total liabilities		51,331
Net assets (Note 4)	\$	158,773

Net asset value per share (Note 4)

See accompanying notes to financial statements

## Statement of Operations

Year Ended December 31, 2012 (Expressed in thousands of United States Dollars)

Net investment income allocated from the Partnership Interest income Dividends (net of withholding taxes of \$436) Interest expense Dividends on securities sold short Other expenses	\$	1,807 4,337 (2,298) (1,196) (872)
Net investment income allocated from the Partnership		1,778
Expenses Management fees (Note 3) Solicitation fees (Note 3) Total expenses	_	(3,280) (444) (3,724)
-	-	
Net investment expense	_	(1,946)
Realized and unrealized gains and losses on investments allocated from the Partnership Net realized loss on sale of investments Net change in unrealized gains and losses on investments	-	(18,053) 28,015
Net realized and unrealized gains and losses on investments allocated from the Partnership		9,962
Incentive allocation (Note 3)	-	(21)
Net increase in net assets from operations	\$	7,995

See accompanying notes to financial statements

Statement of Changes in Net Assets

Year Ended December 31, 2012 (Expressed in thousands of United States Dollars)

Net increase in net assets from operations		
Net investment expense	\$	(1,946)
Net realized loss on sale of investments allocated from the Partnership		(18,053)
Net change in unrealized gains and losses on investments allocated from the Partnership		28,015
Incentive allocation	_	(21)
Net increase in net assets from operations		7,995
Capital share transactions (Note 4)		
Proceeds from issue of Class A Shares		1,669
Proceeds from issue of Class A1 Shares		613
Proceeds from issue of Class B1 Shares		116
Proceeds from issue of Class C Shares		285
Proceeds from issue of Class E Shares		345
Proceeds from issue of Class F Shares		19
Payment on redemption of Class A Shares		(72,977)
Payment on redemption of Class A1 Shares		(127,372)
Payment on redemption of Class B Shares		(637)
Payment on redemption of Class B1 Shares		(564)
Payment on redemption of Class D Shares		(577)
Payment on redemption of Class E Shares		(1,928)
Payment on redemption of Class F Shares	_	(248)
Net decrease in net assets from capital share transactions		(201,256)
Net decrease in net assets	_	(193,261)
Net assets at beginning of year	_	352,034
Net assets at end of year	\$	158,773

See accompanying notes to financial statements

Notes to Financial Statements

December 31, 2012

## 1. Organization and description of business

Everest Capital Global Ltd. (the "Fund") is a corporation formed under the laws of the British Virgin Islands on September 26, 1991, which commenced business on January 1, 1992. On January 1, 2006, the Fund changed its name from Everest Capital International Ltd. to Everest Capital Global Ltd.

The Fund seeks to achieve its investment objective by investing substantially all of its investable assets in Everest Capital Global Fund, L.P. (the "Partnership") a limited partnership formed under the laws of the Cayman Islands. The investment objective of the Fund and the Partnership is to achieve capital appreciation by investing across a global investment spectrum as described in Note 1 of the Partnership's financial statements.

Everest Capital LLC, a Delaware limited liability company, is the Fund's investment manager (the "Investment Manager") and also the general partner of the Partnership in which capacity it is responsible for all investment decisions relating to the Partnership. The Investment Manager is assisted by Everest Capital Pte. Ltd., a corporation headquartered in Singapore, Everest China Research Ltd., a corporation headquartered in Severest Capital S.A., a corporation headquartered in Geneva, Switzerland (collectively with the Investment Manager, the "Everest Capital Group"). Malcolm Stott, a Director of the Fund, is also the Chief Operating Officer of the Investment Manager.

The financial statements of the Fund should be read in conjunction with those of the Partnership because its performance is directly affected by that of the Partnership.

#### 2. Significant accounting policies

The following are the significant accounting policies adopted by the Fund:

(a) Basis of presentation

The accompanying financial statements are prepared in accordance with U.S. generally accepted accounting principles.

#### (b) Fair value measurement

Accounting standards over fair value measurements defines fair value, establishes a framework for measuring fair value using a three-tier hierarchy of inputs to value the Fund's investments, and requires additional disclosure about fair value. Additional required disclosures are found in the financial statements of the Partnership.

The value of the investment in the Partnership reflects the balance of the Fund's capital account in Everest Capital Global Fund, L.P. as at December 31, 2012. The balance of each partner's capital account reflects its proportionate share of the net asset value of the Partnership. As of December 31, 2012, the Fund's capital account in the Partnership represents 42.5% of the Partnership's capital. The Partnership's investments are valued as described in Note 2 of its financial statements.

Notes to Financial Statements

December 31, 2012

#### 2. **Significant accounting policies** (continued)

#### (c) Partnership allocations

The expenses of the Fund are borne by the Partnership except for management and solicitation fees as described in Note 3. The components of net investment income or expense and net realized and unrealized gains and losses on investments of the Partnership are allocated to its partners in accordance with Note 2(e) of its financial statements.

## (d) Allocation of income and expenses

Income and expenses of the Fund are allocated to each share class and to each series within each class, if applicable, in proportion to their relative gross asset value of each share class and series at the beginning of the month after subscriptions or redemptions, if any, at that date. The incentive fee, if any, is calculated based on the performance of each series of each class. Realized and unrealized gains and losses on new issue securities are allocated as described in Note 4.

## (e) Use of estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results could differ from those estimates.

#### 3. Management, incentive and solicitation fees

The incentive fee payable to the Investment Manager of the Fund is 20% of net profits, if any, allocable to each share of common stock, excluding Class E and Class F Shares (Note 4). No incentive fee is charged to a share until all losses previously allocated to the share have been recouped.

In addition, the Investment Manager is entitled to receive quarterly, in arrears, a management fee equal to 1/4 of 2.0% (1.5% prior to February 1, 2006) per annum of the net assets of the Fund on the last day of each calendar quarter, excluding Class E and Class F Shares (Note 4). Special grandfathering provisions are in place that apply to shareholders admitted on or before January 1, 2006 or shareholders that have transferred from other funds managed by the Investment Manager ("Prior Shareholders") that were subject to the same grandfathering provisions. Under these provisions, the Prior Shareholders will continue to be charged a management fee of 1.5% per annum. These special grandfathering provisions are in effect as long as Prior Shareholders remain invested in the Fund.

The fees payable in the Fund are reduced to the extent that corresponding fees or allocations are due or allocable to any member of the Everest Capital Group by the Partnership or Fund or to the extent that amounts are due to third parties who are instrumental in the sale of shares in the Fund ("solicitation fees") in order to avoid double charging the incentive fee and management fees.

Notes to Financial Statements

December 31, 2012

### 4. Share capital

The Fund is authorized to issue a maximum of 100,000,000 no par value common shares divided into ten classes designated as Class A, Class A1, Class B, Class B1, Class E and Class F voting common shares (the "Voting Shares"), and Class C, Class C1, Class D and Class D1 non-voting common shares (the "Non-Voting Shares"). All shares have equal dividend, distribution and liquidation rights. Class E and Class F Shares are not charged an incentive fee or management fee and are issued to affiliated feeder funds. The incentive fees and management fees are charged in the respective feeder funds to avoid double charging of such fees.

Effective February 1, 2006, all issued common shares of Class A, Class B, Class C and Class D shares were re-designated as Class A1, Class B1, Class C1 and Class D1 common shares, respectively (the "Pre-Existing Shares") and are no longer offered. The only exception to this is when shareholders have transferred from other funds managed by the Investment Manager that were subject to the same grandfathering provisions as discussed in Note 3 above. With effect from February 1, 2006, the Fund has created and will issue Class A, Class B, Class C and Class D common shares (the "Available Shares") and continues to offer Class E and Class F common shares. Each class of the Available Shares and its corresponding class of the Pre-Existing Shares are identical except for different management fee arrangements (Note 3).

Class A, Class C and Class E Shares are issued to investors who are considered Unrestricted Persons and Class B, Class D and Class F Shares are issued to investors who are considered Restricted Persons. The profits and losses with respect to new issues will generally be allocated to investors in the Fund that are Unrestricted Persons. The Fund may, however, avail itself of a *de minimis* exemption, according to the Rules of FINRA, pursuant to which a portion of any new issue profits and losses may be allocated to Restricted Persons.

Shares of common stock of each class (with the exception of Class E and Class F Shares) are generally issued monthly in series. The shares in the first series of each class issued are generally designated as the "Series One" shares of that class. Following the end of each fiscal year, the Fund may consolidate series within each class (with the exception of any series that has a loss carry-forward outstanding) into the Series One shares of the respective class, or if Series One shares have a loss carry-forward outstanding, into the earliest series of shares paying an incentive fee within that class.

Upon written notice of 60 days to the Investment Manager, shareholders may redeem all or a portion of their shares as of the first business day of each calendar quarter at the net asset value as of the close of business on the last day of the calendar month preceding the redemption day. The Directors and Investment Manager, in their sole discretion, may waive or modify any terms related to redemptions for a shareholder.

At the discretion of the Investment Manager, shareholders who have transferred from other funds managed by the Investment Manager, or transferred within the Fund, that have a loss carry-forward associated with their investment, will carry-forward their prior high watermark and will be issued a subseries of shares if an existing series of shares exist for that class of shares.

Notes to Financial Statements

December 31, 2012

# 4. **Share capital** (continued)

The net assets (expressed in thousands), net asset value ("NAV") per share and number of shares in issue of each class and series of shares at December 31, 2012 were as follows:

	Number		Net as	sets of class
Share class and series	of shares	NAV per share	at Decemb	er 31, 2012
Class A Shares				
Class A Series 1	7,236.726	\$ 596.09	\$	4,314
Class A Series 1 2011	4,483.986	582.09		2,610
Class A Series 2	64.413	596.07		38
Class A Series 2 2011	2,692.071	578.04		1,556
Class A Series 2 2012	472.999	596.10		282
Class A Series 2A 2012	842.868	595.51		502
Class A Series 3	29.961	595.03		18
Class A Series 3 2011	2,026.296	578.55		1,172
Class A Series 6 2011	17,415.035	579.07		10,085
Class A Series 7 2009	6,641.574	596.07		3,959
Class A Series 7A 2009	4,479.451	596.07		2,670
Class A Series 8	69.157	595.95		41
Class A Series 8 2010	927.431	596.17		553
Class A Series 8 2012	1,349.579	580.55		783
Class A Series 9 2011	12,601.130	596.04		7,511
Class A Series 10	6,151.507	596.08		3,667
Class A Series 10 2010	3,705.470	596.08		2,209
Class A Series 11 2007	159.418	588.01		94
Total Class A Shares	71,349.072		\$	42,064
~				
Class Al Shares			<b>.</b>	
Class Al Series 1	170,650.505	\$ 616.25	\$	105,163
Class Al Series 7A 2009	185.655	616.26		114
Total Class A1 Shares	170,836.160		\$	105,277

Notes to Financial Statements

December 31, 2012

# 4. **Share capital** (continued)

Share class and series	Number of shares	<u>NAV</u>	per share	 ssets of class ber 31, 2012
<u>Class B1 Shares</u> Class B1 Series 1 Class B1 Series 2 2012	7,052.830	\$	614.81 614.85	\$ 4,336 88
Total Class B1 Shares	7,196.551			\$ 4,424
<u>Class C Shares</u> Class C Series 8 2012	557.214	\$	587.01	\$ 327
<u>Class E Shares</u> Class E	8,484.519	\$	787.38	\$ 6,681
Net assets				\$ 158,773

As of December 31, 2012, a shareholder unrelated to the Fund owned shares representing 69.0% of the net assets of the Fund.

Notes to Financial Statements

December 31, 2012

## 4. **Share capital** (continued)

Details of the number of shares issued and redeemed by class and series for the year ended December 31, 2012 were as follows:

	Shares at	Shares	Shares	Consolidation/ conversion	Shares at
Share class and series	Dec 31, 2011	issued	redeemed	of shares	Dec 31, 2012
Class A Shares					
Class A Series 1	80,335.474	_	(73,098.748)	_	7,236.726
Class A Series 1 2011	46,224.414	_	(41,740.428)	_	4,483.986
Class A Series 2	64.413	_	-	_	64.413
Class A Series 2 2011	3,813.767	_	(1,121.696)	_	2,692.071
Class A Series 2 2012	_	472.999	_	_	472.999
Class A Series 2A 2012	_	_	_	842.868	842.868
Class A Series 3	12,014.477	_	(11,984.516)	_	29.961
Class A Series 3 2011	2,026.296	_	_	_	2,026.296
Class A Series 5	533.697	_	(533.697)	_	_
Class A Series 5 2011	364.707	_	(364.707)	_	_
Class A Series 6 2011	17,415.035	_	_	_	17,415.035
Class A Series 7 2009	6,566.471	75.103	_	_	6,641.574
Class A Series 7A 2009	4,428.798	50.653	_	_	4,479.451
Class A Series 8	69.157	_	_	_	69.157
Class A Series 8 2010	927.431	_	_	_	927.431
Class A Series 8 2012	_	1,349.579	_	_	1,349.579
Class A Series 8A	1,024.350	_	(1,024.350)	_	_
Class A Series 9 2011	12,601.130	_	_	_	12,601.130
Class A Series 10	6,081.945	69.562	_	_	6,151.507
Class A Series 10 2010	3,663.570	41.900	_	_	3,705.470
Class A Series 11 2007	159.418	_	_	_	159.418
Total Class A Shares	198,314.550	2,059.796	(129,868.142)	842.868	71,349.072

Notes to Financial Statements

December 31, 2012

# 4. **Share capital** (continued)

Share class and series	Shares at Dec 31, 2011	Shares issued	Shares <u>redeemed</u>	Consolidation/ conversion <u>of shares</u>	Shares at Dec 31, 2012
Class Al Shares	241 752 511	004 772	(172,007,770)		170 650 505
Class Al Series 1	341,753.511	994.773	(172,097.779)	—	170,650.505
Class Al Series 4	6,466.972	8.114	(6,475.086)	—	—
Class Al Series 4A	8.082	0.010	(8.092)	_	_
Class Al Series 4B	8.131	0.010	(8.141)	_	_
Class Al Series 4C	8.072	0.010	(8.082)	_	_
Class Al Series 7 2009	5,745.484	7.208	(5,752.692)	_	- 195 (55
Class Al Series 7A 2009	185.655	-	(22.2(0.450))	_	185.655
Class Al Series 10 2010	33,226.768	41.690	(33,268.458)	—	—
Class Al Series 10A 2010	41.477	0.052	(41.529)	—	—
Class Al Series 10B 2010	41.528	0.052	(41.580)	_	_
Class Al Series 10C 2010	41.568	0.052	(41.620)		
Total Class Al Shares	387,527.248	1,051.971	(217,743.059)	_	170,836.160
Class B Shares					
Class B Series 1	160.864	_	(160.864)	_	_
Class B Series 12 2011	843.028	_		(843.028)	
Total Class B Shares	1,003.892	_	(160.864)	(843.028)	_
<u>Class B1 Shares</u> Class B1 Series 1 Class B1 Series 2 2012	7,931.557	38.210 143.721	(916.937)		7,052.830 143.721
Total Class B1 Shares	7,931.557	181.931	(916.937)	_	7,196.551
<u>Class C Shares</u> Class C Series 8 2012	_	_	_	557.214	557.214
<u>Class D Shares</u> Class D Series 1 Class B Series 5 2011 Class D Series 11 2007	366.400 148.802 557.214	- - -	(366.400) (148.802) 	(557.214)	_ _ 
Total Class D Shares	1,072.416	_	(515.202)	(557.214)	_

Notes to Financial Statements

December 31, 2012

#### 4. **Share capital** (continued)

Share class and series	Shares at Dec 31, 2011	Shares issued	Shares redeemed	Consolidation/ conversion <u>of shares</u>	Shares at <u>Dec 31, 2012</u>
<u>Class E Shares</u> Class E	10,763.491	449.674	(2,728.646)	_	8,484.519
<u>Class F Shares</u> Class F	317.567	26.228	(343.795)	_	_

#### 5. Administrator

Under the terms of the agreement between Citco Fund Services (Bermuda) Limited (the "Administrator") and the Fund, the Administrator provides accounting and administration services to the Fund and receives an annual fee based on the net assets of the Partnership, calculated and payable, by the Partnership, monthly in arrears.

#### 6. **Taxation**

Under current British Virgin Islands legislation, there is no income tax, capital gains or withholding tax, estate duty or inheritance tax payable by the Fund. Because the Fund is not subject to taxation in the British Virgin Islands and it is management's opinion that its method of operations does not result in it being subject to United States or other foreign income taxes, no provision for taxes has been made in these financial statements.

### 7. Subsequent events

The Directors have assessed and evaluated all subsequent events arising from the date of the statement of assets and liabilities up until April 2, 2013 and have concluded that no additional disclosure is required.

Notes to Financial Statements

# December 31, 2012

# 8. **Financial highlights**

Financial highlights of the Fund<sup>1</sup> are as follows:

	Class A Series 1 <u>Shares</u>	Class A1 Series 1 <u>Shares</u>	Class B1 Series 1 Seri <u>Shares</u>	Class C les 8-2012 <u>Shares</u>	Class E <u>Shares</u>
Per Share Operating Performance:					
Net asset value per share, at beginning of period	\$ 568.07 \$	584.34 \$	584.32 \$	510.78 \$	735.42
From investment operations <sup>2</sup> Net investment income (expense) Net realized and unrealized gains and	(6.81)	(4.07)	(4.05)	(3.58)	6.10
losses on investments Incentive allocation	 34.83 (0.00)	35.98 (0.00)	34.54 (0.00)	79.81 (0.00)	45.86 (0.00)
Total income from investment operations	28.02	31.91	30.49	76.23	51.96
Net asset value per share, at end of period	\$ 596.09 \$	616.25 \$	614.81 \$	587.01 \$	787.38

Notes to Financial Statements

December 31, 2012

## 8. **Financial highlights** (continued)

	Class A Series 1 <u>Shares</u>	Class A1 Series 1 <u>Shares</u>	Class B1 Series 1 <u>Shares</u>	Class C Series 8-2012 <u>Shares</u>	Class E <u>Shares</u>
		%	%		%
Total return <sup>4</sup>					
Total return before incentive allocation	4.93	5.46	5.22	14.92	7.07
Incentive allocation	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)
Total return	4.93	5.46	5.22	14.92	7.07
Ratios to average net assets <sup>2,4</sup>					
Total investment income	3.02	2.80	2.83	0.89	2.83
Net investment income (expense)					
excluding incentive allocation	(1.29)	(0.70)	(0.70)	(0.67)	0.82
Operating expenses <sup>3</sup>	(4.31)	(3.50)	(3.53)	(1.56)	(2.01)
Incentive allocation	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)
Total operating expenses and incentive allocation	(4.31)	(3.50)	(3.53)	(1.56)	(2.01)

<sup>1</sup> Total return and ratios are calculated for the year ended December 31, 2012 based on Series One Shares of each class except for Class C Series 8 2012 Shares which commenced on August 1, 2012 and for Class E Shares which have been calculated for the class as a whole. An investor's results may vary from the total return and ratios shown above due to different management and incentive fee arrangements (as applicable), the existence of loss carry-forwards and the starting date of a series.

 $^{2}$  The per share amounts and ratios reflect income and expenses allocated from the Partnership.

<sup>3</sup> Includes dividend and interest expense.

<sup>4</sup> Total return and ratios are not annualized for periods less than a year.

**Consolidated Financial Statements** (With Independent Auditors' Report Thereon)

Year Ended December 31, 2012





KPMG Audit Limited Crown House 4 Par-la-Ville Road Hamilton HM 08 Bermuda

Mailing Address: P.O. Box HM 906 Hamilton HM DX Bermuda

 Telephone
 +1 441 295 5063

 Fax
 +1 441 295 9132

 Internet
 www.kpmg.bm

#### **Independent Auditors' Report**

The General and Limited Partners of Everest Capital Global Fund, L.P.

We have audited the accompanying consolidated financial statements of Everest Capital Global Fund, L.P. and its subsidiaries (the "Partnership"), which comprise the consolidated statement of assets and liabilities, including the consolidated condensed schedule of investments, as of December 31, 2012, and the related consolidated statements of operations, changes in partners' capital and cash flows for the year then ended, and the related notes to the consolidated financial statements.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

## Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Everest Capital Global Fund, L.P. and its subsidiaries as of December 31, 2012, and the results of their operations and their cash flows for the year then ended in accordance with U.S. generally accepted accounting principles.

KPMG Audit Limited

Chartered Accountants Hamilton, Bermuda April 2, 2013

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Consolidated Statement of Assets and Liabilities

December 31, 2012 (Expressed in thousands of United States Dollars)

Assets	
Investments in securities, at fair value (cost \$353,908) (Notes 1, 5, 6 and 9)	\$ 416,162
Unrealized gains on open derivative financial instruments (Notes 5, 6 and 9)	17,829
Cash and cash equivalents (Notes 3 and 9)	80,639
Receivable for investments sold	98,832
Dividends and interest receivable	784
Other assets	 4,145
Total assets	618,391
<b>Liabilities</b> Securities sold short, at fair value (proceeds \$54,775) (Notes 5 and 6)	55,054
Unrealized losses on open derivative financial instruments (Notes 5, 6 and 9) Due to brokers	5,016
	15,887 147
Payable for investments purchased Dividends on securities sold short and interest payable	202
Capital withdrawals payable	163,669
Accounts payable and accrued liabilities (Note 2(j))	 2,514
Total liabilities	242,489
Partners' capital	\$ 375,902

Consolidated Condensed Schedule of Investments

December 31, 2012 (Expressed in thousands of United States Dollars)

Description	Number of shares	% of <u>Partners' Capital</u>	Fair Value
Investments in securities			
Equity			
Africa and Middle East			
Basic materials sector		3.89	\$ 14,635
Energy sector		2.54	9,541
Total for Africa and Middle East (cost \$15,2	206)	6.43	24,176
Asia			
Basic materials sector		0.37	1,379
Communications sector		3.20	12,017
Consumer, cyclical sector		5.16	19,397
Energy sector		2.42	9,081
Financial sector		0.86	3,231
Funds		0.89	3,364
Industrial sector		2.42	9,116
Technology sector		6.46	24,275
Total for Asia (cost \$76,571)		21.78	81,860
Europe			
Consumer, cyclical sector		2.13	8,005
Energy sector			
Dolphin Group ASA	17,320,506	5.71	21,470
Other		3.32	12,477
Total Energy sector		9.03	33,947
Financial sector		3.00	11,283
Total for Europe (cost \$35,873)		14.16	53,235
Latin America			
Consumer, cyclical sector		5.01	18,828
Energy sector		0.96	3,625
Industrial sector			
Cemex SAB	2,052,100	5.39	20,254
Other		3.97	14,919
Total Industrial sector		9.36	35,173
Total for Latin America (cost \$54,571)		15.33	57,626

Consolidated Condensed Schedule of Investments (continued)

December 31, 2012 (Expressed in thousands of United States Dollars)

Description	% of <u>Partners' Capital</u>	Fair Value
nvestments in securities (continued) Equity (continued)		
North America		
Basic materials sector	1.84	\$ 6,909
Communications sector	1.89	¢ 0,909 7,096
Consumer, cyclical sector	6.33	23,788
Consumer, non-cyclical sector	0.53	1,986
Financial sector	16.40	61,637
Industrial sector	0.73	2,772
Technology sector	4.64	17,435
Total for North America (cost \$106,451)	32.36	121,623
Total equity (cost \$288,672)	90.06	338,520
Corporate bonds Latin America		
Energy sector (amortized cost \$789)	0.21	789
Total corporate bonds (amortized cost \$789)	0.21	789
Equity index options		
<b>Asia</b> (cost \$1,769)	1.27	4,749
Australia and New Zealand (cost \$1,265)	0.11	423
Total equity index options (cost \$3,034)	1.38	5,172
Equity linked notes Asia		
Communications sector (cost \$3,467)	1.05	3,941
Total equity linked notes (cost \$3,467)	1.05	3,941
Foreign currency exchange options		10.5
Asia (cost \$1,095)	0.11	403
Total foreign currency exchange options (cost \$1,095)	0.11	403
Government bonds Africa and Middle East (amortized cost \$10,197)	2.85	10,726
Latin America (amortized cost \$5,888)	1.74	6,538
Total government bonds (amortized cost \$16,085)	4.59	17,264
<b>Investments in other investment partnerships</b> (Note 1) <b>Other</b> (cost \$15,358)	5.45	20,500
Total investments in other investment partnerships (cost \$15,358)	5.45	20,500

Consolidated Condensed Schedule of Investments (continued)

# December 31, 2012 (Expressed in thousands of United States Dollars)

<u>Description</u>	Number of shares	% of <u>Partners' Capital</u>	Fair Value
Investments in securities (continued) Private placements			
Africa and Middle East			
Energy sector (cost \$17,153)		4.56	\$17,153
Asia		2.20	10.400
Consumer, cyclical sector (cost \$8,255)		3.30	12,420
Total private placements (cost \$25,408)		7.86	29,573
Total investments in securities (cost \$353,908)		110.71	\$ 416,162
Securities sold short			
Equity			
Asia			
Consumer, cyclical sector		(0.54)	\$ (2,024)
Financial sector		(2.37)	(8,907)
Total for Asia (proceeds \$10,591)		(2.91)	(10,931)
Latin America			
Energy sector (cost \$11,765)		(3.05)	(11,463)
North America			
Energy sector			
Energy Select Sector SPDR	(457,300)	(8.69)	(32,660)
Total for North America (proceeds \$32,419)		(8.69)	(32,660)
Total equity (proceeds \$54,775)		(14.65)	(55,054)
Total securities sold short (proceeds \$54,775)		(14.65)	\$(55,054)
Unrealized gains on open derivative financial instrum	nents		
Unrealized gains on open forward foreign curren exchange contracts	ncy	1.29	\$4,848
Unrealized gains on open swap contracts Equity index swap contracts Asia			
Financial sector		0.28	1,058
Total equity index swap contracts		0.28	1,058

Consolidated Condensed Schedule of Investments (continued)

# December 31, 2012 (Expressed in thousands of United States Dollars)

Description	% of <u>Partners' Capital</u>	Fair Value
Unrealized gains on open derivative financial instruments (contin	ued)	
Unrealized gains on open swap contracts (continued)		
Equity swap contracts		
Africa and Middle East		
Basic materials sector	0.57	\$ 2,152
Communications sector	0.07	279
Consumer, non-cyclical sector	0.04	139
Energy sector	0.11	403
Financial sector	0.13	488
Total for Africa and Middle East	0.92	3,461
Asia		
Consumer, cyclical sector	0.10	383
Consumer, non-cyclical sector	0.12	432
Financial sector	1.05	3,940
Industrial sector	0.03	129
Total for Asia	1.30	4,884
Europe		
Consumer, cyclical sector	0.06	243
Financial sector	0.19	698
Total for Europe	0.25	941
Latin America		
Consumer, non-cyclical sector	0.56	2,112
Energy sector	0.05	178
Financial sector	0.09	347
Total for Latin America	0.70	2,637
Total equity swap contracts	3.17	11,923
Total unrealized gains on open swap contracts	3.45	12,981
Total unrealized gains on open derivative financial instruments	4.74	\$17,829
Unrealized losses on open derivative financial instruments		
Unrealized losses on open commodity futures contracts	(0.15)	\$(578)
Unrealized losses on open equity index futures contracts North America	(0.36)	(1,357)
Unrealized losses on open forward foreign currency exchange contracts	(0.10)	(371)
See accompanying notes to consolidated financial statements		

Consolidated Condensed Schedule of Investments (continued)

# December 31, 2012 (Expressed in thousands of United States Dollars)

Description	% of Partners' Capital	Fair Value
Unrealized losses on open derivative financial instruments (continued)	)	
Unrealized losses on open swap contracts Equity swap contracts Asia		
Communications sector Technology sector Total for Asia	(0.19) (0.01) (0.20)	\$ (705) (36) (741)
<b>Emerging Europe</b> Financial sector	(0.04)	(150)
Europe Energy sector	(0.09)	(332)
Latin America Consumer, non-cyclical sector Energy sector Total for Latin America Total equity swap contracts Total unrealized losses on open swap contracts	$(0.00) \\ (0.39) \\ (0.39) \\ (0.72) \\ (0.72) \\ (0.72)$	(13) (1,474) (1,487) (2,710) (2,710) (2,710)
Total unrealized losses on open derivative financial instruments	(1.33)	\$ (5,016)

Consolidated Statement of Operations

Year Ended December 31, 2012 (Expressed in thousands of United States Dollars)

Investment income		
Interest (Note 5)	\$	4,484
Dividends (net of withholding taxes of \$983) (Note 5)	Ψ	10,892
Dividends (net of withholding taxes of \$765) (Note 5)		10,072
Total investment income		15,376
Expenses		
Interest (Note 5)		5,657
Dividends on securities sold short (Note 5)		2,961
Professional fees		589
Investment expenses (Note 2(j))		881
Administration fee (Note 8)		736
Total expenses		10,824
Net investment income		4,552
Realized and unrealized gains and losses on investments		
Net realized loss on sale of investments (Note 5)		(41,364)
Net change in unrealized gains and losses on investments (Note 5)		71,853
Net realized and unrealized gains and losses		30,489
Net increase in partners' capital from operations	\$	35,041

Consolidated Statement of Changes in Partners' Capital

Year Ended December 31, 2012 (*Expressed in thousands of United States Dollars*)

		General <u>Partner</u>		Limited Partners	Total
Partners' capital - December 31, 2011	\$	112	\$	566,288	\$ 566,400
Net increase in partners' capital from operations		8		35,033	35,041
Incentive allocation to general partner (Note 7)		59		(59)	_
Capital transactions Capital contributions Capital withdrawals	_		_	9,472 (235,011)	 9,472 (235,011)
Capital transactions, net		-		(225,539)	(225,539)
Partners' capital - December 31, 2012	\$	179	\$	375,723	\$ 375,902

Consolidated Statement of Cash Flows

Year Ended December 31, 2012 (*Expressed in thousands of United States Dollars*)

Cash flows from operating activities	
Net increase in partners' capital from operations	\$ 35,041
Adjustments to reconcile net increase in partners' capital from	
operations to net cash used in operating activities:	
Net realized loss on sale of investments	41,364
Net change in unrealized gains and losses on investments	(71,853)
Amortization of premiums and discounts on debt securities	(539)
Purchases of investments in securities	(2,034,777)
Purchases to cover securities sold short	(1,060,564)
Proceeds from sale of investments in securities	2,130,785
Proceeds from securities sold short	1,048,794
Net payments for settlement of derivative financial instruments	(40,304)
Changes in net assets and liabilities:	
Receivable for investments sold	(98,401)
Dividends and interest receivable	(385)
Other assets	(2,084)
Due to brokers	15,886
Payable for investments purchased	(949)
Dividends on securities sold short and interest payable	164
Accounts payable and accrued liabilities	 605
Net cash used in operating activities	(37,217)
Cash flows from financing activities	 
Capital contributions	9,472
Capital withdrawals	 (99,970)
Net cash used in financing activities	 (90,498)
Net decrease in cash and cash equivalents	(127,715)
Cash and cash equivalents at beginning of year	 208,354
Cash and cash equivalents at end of year (Note 3)	\$ 80,639
Supplementary cash flow information Interest paid	\$ 5,652

Refer to Note 1 in the accompanying notes to consolidated financial statements for disclosure of non-cash operating activities.

Notes to Consolidated Financial Statements

December 31, 2012

#### 1. Organization and description of business

Everest Capital Global Fund, L.P. (the "Partnership"), a Cayman Islands limited partnership, was formed on January 17, 1997 and commenced operations on August 1, 1997. On January 16, 2006, the Partnership changed its name from Everest Capital Master Fund, L.P. to Everest Capital Global Fund, L.P. The Partnership is a master fund in which three feeder funds, Everest Capital Global Ltd. (primarily non-US investors), Everest Capital Global, L.P. (US investors) and Everest Capital Alpha Fund, L.P. (the "Feeder Funds") invest. All of the investable assets of these three Feeder Funds are invested in the Partnership, with the exception of Everest Capital Alpha Fund, L.P., which retains a portion of its assets for hedging purposes.

The investment objective of the Partnership is to achieve capital appreciation by investing across a global investment spectrum. The general partner employs a thematic investment strategy that combines top-down and bottom-up approaches to investing in developed and developing markets worldwide. The general partner invests opportunistically to exploit growth and value opportunities, investment themes and secular trends throughout these markets by investing in a variety of instruments including equities, currencies, commodities and debt as well as warrants, rights, options, swaps, preferred stocks, convertible securities, and money market obligations.

Everest Capital LLC, a Delaware limited liability company, is the general partner of the Partnership. The general partner is responsible for all of the Partnership's investment decisions. The general partner is assisted by Everest Capital Pte. Ltd., a corporation headquartered in Singapore, Everest China Research Ltd., a corporation headquartered in Shanghai, Republic of China, and Everest Capital S.A., a corporation headquartered in Geneva, Switzerland (collectively with the general partner, the "Everest Capital Group").

On January 1, 2012, the Partnership received a partnership interest in Everest Capital Emerging Markets Debt Fund, L.P. in exchange for an in-kind contribution in the form of investments in securities of \$3,837,752 and cash in the amount of \$3,662,248. The investments in securities were valued at fair value at the time of the contribution.

As at December 31, 2012, the Partnership is carrying an investment of \$9,042,270 (2.40% of partners' capital) in Everest Capital Emerging Markets Debt Fund, L.P., an investment partnership managed by the general partner with an investment objective to achieve capital appreciation (and, in certain circumstances, current income) by investing in global emerging markets, including in large part markets that are classified as frontier markets. Upon written notice of 90 days to the general partner of Everest Capital Emerging Markets Debt Fund, L.P. (unless waived by its general partner), the Partnership may withdraw up to 50% of its investment as of the first business day of each calendar quarter, provided that if an amount greater than 50% is requested to be withdrawn, the reminder will be paid as of the beginning of the subsequent quarter.

As at December 31, 2012, the Partnership is carrying an investment of \$11,458,150 (3.05% of partners' capital) in Everest Capital Asia Fund, L.P., an investment partnership managed by the general partner with an investment objective to achieve capital appreciation by investing in the Asia Pacific region and in other countries that it believes will be impacted by specific trends and growth opportunities in the Asia Pacific region. Upon written notice of 60 days to the general partner of Everest Capital Asia Fund, L.P. (unless waived by its general partner), the Partnership may withdraw all or a part of its investment as of the first business day of each calendar quarter.

Notes to Consolidated Financial Statements

December 31, 2012

#### 1. **Organization and description of business** (continued)

As at December 31, 2012, 11.78% of partners' capital of the Partnership, through direct investment in the Partnership and through direct or indirect investments in Feeder Funds which invest directly in the Partnership, was owned by the general partner, the managing member of the general partner or a director of the Feeder Funds.

## 2. Significant accounting policies

The following are the significant accounting policies adopted by the Partnership:

(a) Basis of presentation

The accompanying financial statements are prepared in accordance with U.S. generally accepted accounting principles. The consolidated financial statements include the assets, liabilities and results of operations of the Partnership and its five wholly owned subsidiaries, which are special purpose investment companies that were dormant in the year ended December 31, 2012. All intercompany balances and transactions have been eliminated upon consolidation.

(b) Investment valuation

Accounting standards over fair value measurements defines fair value, establishes a framework for measuring fair value using a three-tier hierarchy of inputs to value the Partnership's investments, and requires additional disclosure about fair value. The hierarchy of inputs is summarized below:

Level 1 – quoted prices in active markets for identical investments

Level 2 – other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)

Level 3 – significant unobservable inputs (including the general partner's own assumptions in determining the fair value of investments)

The availability of observable inputs can vary from security to security and is affected by a wide variety of factors, including, for example, the type of security, the liquidity of markets, and other characteristics particular to the security. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in level 3 of the fair value hierarchy. The level in the fair value hierarchy within which the fair value measurement falls is determined based on the lowest level input that is significant to the fair value measurement.

Notes to Consolidated Financial Statements

December 31, 2012

#### 2. **Significant accounting policies** (continued)

#### (b) Investment valuation (continued)

Investments in securities and derivative financial instruments are valued as follows:

- (i) Securities that are listed on a national securities exchange are valued at the last reported sale price on the last business day of the year of the respective exchange. In the event that a sale does not occur on the last business day of the year, such securities are valued at the "bid" price if owned and the "asked" price if sold short as reported by the principal securities exchange on which such securities are traded. To the extent that these securities are actively traded, whether equity or listed derivatives, and valuation adjustments are not applied, they are categorized in level 1 of the fair value hierarchy. Preferred stock and other equities traded on inactive markets or valued by reference to similar instruments are categorized in level 2 of the fair value hierarchy.
- (ii) Securities which are traded but for which prices are not available on a national exchange are valued at the last sale price on the last business day of the year, or, if no sales occurred on such day, are valued based upon representative "bid" quotations if owned, and "asked" quotations if sold short, obtained from brokers and national pricing services. Over-the-counter (OTC) bonds and equity linked notes and derivative forward, swap and option contracts related to interest rates, foreign currencies, credit standing of reference entities, equity prices, or commodity prices are categorized in level 2 of the fair value hierarchy.
- (iii) Investments in other investment partnerships are valued based on the reported net asset value as provided by the investment partnership's administrator. Because of the inherent uncertainty in the valuation of these investments, fair values may differ from the values that would have been used had a ready market for these investments existed. These investments are categorized in level 2 of the fair value hierarchy.
- (iv) Securities for which market values are not readily available or the administrator, Citco Fund Services (Bermuda) Limited, in consultation with the general partner determines that the valuation based upon the above procedures does not fairly represent market value are valued at fair value as determined in good faith by the administrator in consultation with the general partner. The general partner considers certain pertinent factors in determining fair value of these securities including the current economic and competitive environment, the characteristics of the instrument, the financial condition and operating results of the issuer since the date of purchase and the sales price of the security in recent private placements, if any. Therefore, the fair value cannot be determined with precision, cannot be substantiated by comparison to quoted prices in active markets and may not be realized in a current sale or immediate settlement of the asset or liability. Additionally, due to the inherent uncertainty in the valuation, the estimates of fair values may differ significantly from the values that would have been used had a ready market existed for the securities, and the differences could be material. These securities are categorized in level 3 of the fair value hierarchy.

#### (c) Derivatives

The Partnership uses derivative financial instruments, such as forward foreign currency exchange contracts, futures contracts, options and swaps, which are recorded at fair value at the reporting date. Realized and unrealized changes in fair values are included in realized and unrealized gains and losses on investments in the consolidated statement of operations in the period in which the changes occur.

Notes to Consolidated Financial Statements

December 31, 2012

#### 2. **Significant accounting policies** (continued)

#### (c) Derivatives (continued)

The fair value of derivative financial instruments at the reporting date generally reflects the amount that the Partnership would receive or pay to terminate the contract at the reporting date. Many of the derivative financial instruments used by the Partnership are exchange traded or are traded in the over-the-counter market where market values are readily obtainable. Some of the tailored derivative financial instruments used by the Partnership are supplied by US broker-dealers or other counterparties.

Unrealized gains or losses on open forward foreign currency exchange contracts are calculated as the difference between the contract rate and the applicable forward rate on the valuation date applied to the face amount of the forward contract.

Unrealized gains or losses on open futures contracts are calculated as the difference between the contract price at trade date and the contract's closing price on the valuation date as reported on the exchange on which the futures contracts are traded applied to the face amount of the futures contract.

Unrealized gains or losses on open swap and contract for difference transactions are calculated as the change in fair value of the underlying security, index, commodity, or basket of securities applied to the notional amount of the swap or contract for difference. The interest component of the swap or contract for difference is recorded as interest income or expense, as applicable, in the consolidated statement of operations and as interest payable or receivable, as applicable, in the consolidated statement of assets and liabilities.

Unrealized gains or losses on interest rate swap agreements are calculated as the difference between the present value of the future cash flows to be received and those to be paid pursuant to the agreements.

(d) Securities transactions and related investment income

Securities transactions are recorded on a trade date basis.

Dividend income is recorded on the ex-dividend date and is presented net of withholding taxes. Dividends declared on short positions held on the ex-dividend date are recorded as dividend expense.

Interest income and expense are recorded on the accruals basis, except for securities in default for which interest is recognized on the cash basis. Premiums and discounts on debt securities are amortized using the effective interest method.

Realized gains and losses are recorded when the security acquired is sold and unrealized gains and losses are recorded when the security is marked to market. The net realized gain or loss on sales of securities is determined on a first-in, first-out basis unless specifically identified.

As part of a work out or reorganization plan, securities owned by the Partnership may be converted into other types of securities of the same issuer. The cost basis of the security received as a result of these arrangements is equal to the cost basis of the security converted.

Notes to Consolidated Financial Statements

December 31, 2012

#### 2. **Significant accounting policies** (continued)

#### (e) Allocation of Partnership net income/loss

At the end of each Fiscal Period, net income or net losses, excluding profit and losses with respect to new issues, are allocated to the capital accounts of all the partners in the proportion that each partner's capital account as of the beginning of such Fiscal Period bore to the sum of the capital accounts of all the partners as of the beginning of such Fiscal Period. Profit and losses with respect to new issues will generally be allocated to partners in the Partnership that are Unrestricted Persons. The Partnership may, however avail itself of a *de minimis* exemption, according to the Rules of FINRA, pursuant to which a portion of any new issue profits and losses may be allocated to Restricted Persons. A Fiscal Period ("Fiscal Period") commences on the first day of each fiscal year, on each date of any capital contribution or any withdrawal of capital or retirement from the Partnership.

#### (f) Repurchase and reverse repurchase agreements

The Partnership enters into repurchase and reverse repurchase agreements. These agreements are accounted for as collateralized investment and financing transactions and are recorded at their contract amounts, which combined with accrued interest, approximates their fair value. Interest on repurchase and reverse repurchase agreements is accrued on a daily basis.

In connection with repurchase agreements, it is the Partnership's policy that its custodian take possession of the underlying collateral securities. If the seller defaults, and the fair value of the collateral declines, realization of the collateral by the Partnership may be delayed or insufficient.

#### (g) Translation of foreign currency security transactions

The fair value of non-US dollar denominated securities ("foreign currency securities") and related balances are translated into US dollars at year end exchange rates. The cost of foreign currency securities and interest and dividend income or expense on these foreign currency securities are translated into US dollars at the transaction date exchange rate. Realized and unrealized gains and losses on investments and interest and dividend income or expense include exchange gains and losses on translation of foreign currency securities and from forward foreign currency exchange contracts.

#### (h) Income taxes

No provision has been made in the accompanying consolidated financial statements for United States federal or state income taxes, as any income tax liability arising from operations of the Partnership is the responsibility of the partners and not that of the Partnership.

#### (i) Cash and cash equivalents

For the purpose of the consolidated statement of cash flows, the Partnership considers all investments in money market funds and repurchase agreements with an original term of ninety days or less as equivalent to cash.

Notes to Consolidated Financial Statements

December 31, 2012

### 2. **Significant accounting policies** (continued)

## (j) Use of estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires the general partner to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in partners' capital from operations during the reporting period. Actual results could differ from those estimates.

The Partnership has made investments in the Chinese A-shares of companies listed in the People's Republic of China ("PRC") through the Qualified Foreign Institutional Investor program and in Chinese B-shares and H-shares. The PRC's taxation of gains on these investments is presently unclear. The general partner has exercised its judgment regarding the likelihood and amount of the potential liability. However, uncertainties exist and the judgment of the general partner may prove incorrect as a result of future clarification by the PRC State Administration of Taxation.

At December 31, 2012, the tax provision included in accounts payable and accrued liabilities on the consolidated statement of assets and liabilities relating to Chinese A-shares amounted to \$2,069,290 (2011: \$1,503,426). The related expense in the year of \$565,864 is included in investment expenses in the consolidated statement of operations. In the event a capital gains tax is not imposed, the effective date differs, or the tax rate applied is different than that which was assumed by the general partner, the tax payable may be greater or less than the provision amount.

#### 3. Cash and cash equivalents

Cash and cash equivalents (expressed in \$000's) at December 31, 2012 consist of the following:

Cash

80,639

\$

At December 31, 2012, cash in the amount of \$55,620,062 was deposited with counterparties as collateral for positions held in derivative financial instruments and securities sold short (Notes 5 and 9).

#### 4. **Investments in securities**

The Partnership has swap contracts in its name with an unrealized loss at December 31, 2012 of \$1,376,896 but has transferred beneficial ownership of these swap contracts to other funds managed by the general partner by participation agreements. These contracts are not reflected in the Partnership's financial statements.

### 5. **Derivative financial instruments and risk**

In the normal course of business the Partnership purchases and sells various derivative financial instruments to hedge its exposure to risk or to synthetically achieve or alter exposure to a market or segment thereof.

Notes to Consolidated Financial Statements

December 31, 2012

#### 5. **Derivative financial instruments and risk** (continued)

Generally these financial instruments represent future commitments to purchase or sell other financial instruments at specific terms at future dates. The derivative financial instruments may be traded on an exchange or negotiated between contracting parties (over-the-counter).

Derivative financial instruments may result in off-balance sheet market and credit risk.

Market risk is the possibility that future changes in market price may make a financial instrument less valuable or more onerous. If the markets should move against one or more positions that the Partnership holds the Partnership could incur losses greater than the unrealized amounts recorded in the consolidated statement of assets and liabilities.

The principal credit risk is that the counterparty will default and fail to fulfill the terms of the agreement. The Partnership's counterparties are either major US broker-dealers or international banks, both of which are regulated by various agencies and are subject to strict capital adequacy requirements.

The Partnership also sells securities short. Securities sold short are recorded as liabilities in the consolidated statement of assets and liabilities and have market risk to the extent that the Partnership, in satisfying its obligations, may have to purchase securities at a higher value than that recorded on the consolidated statement of assets and liabilities. The Partnership is required to maintain collateral with brokers to secure these short positions.

The derivative financial instruments held by the Partnership, and how they are used to achieve the various objectives of the Partnership, are described in the following paragraphs.

#### Forward foreign currency exchange contracts

The Partnership uses forward foreign currency exchange contracts to hedge against the effect of adverse movements in foreign exchange rates on security positions and for investment purposes.

#### Futures contracts

The Partnership uses futures contracts to hedge portfolio market risk and for investment purposes. Upon entering into a futures contract, the Partnership is required to provide initial margin which is a deposit of either cash or securities in an amount equal to a certain percentage of the contract value. The initial margin is adjusted to reflect changes in the value of the futures contract which is marked to market on a daily basis. The Partnership recognizes a realized gain or loss when the contract is closed. Futures contracts expose the Partnership to market and liquidity risks. The Partnership is exposed to market risk to the extent that adverse changes occur in the market values of the underlying securities or indices. The market risk may be in excess of the unrealized amount recognized on the consolidated statement of assets and liabilities. Liquidity risk represents the possibility that the Partnership may not be able to rapidly adjust the size of its futures position in times of high volatility and financial stress at a reasonable price.

Notes to Consolidated Financial Statements

December 31, 2012

### 5. **Derivative financial instruments and risk** (continued)

## Options

The Partnership uses options on specific securities, baskets of specific securities, currencies, commodities and stock exchange indices to hedge market risks and for investment purposes.

Option contracts provide the option purchaser, for a premium payment, with the right but not obligation to buy or sell a financial instrument at a predetermined exercise price during a specified period.

As a purchaser of an option contract the Partnership is subject to credit risk since the counterparty is obligated to make payments or to deliver the financial instrument under the terms of the contract if the Partnership exercises the option. The Partnership is also exposed to market risk because the value of the option varies with the value of the reference financial instrument. As a writer of an option contract, the Partnership is not subject to credit risk but is subject to market risk since the Partnership is obligated to make payments or to deliver the financial instrument under the terms of the option contract if exercised by the purchaser of the option.

#### Swap and contract for difference transactions (collectively "swap")

The Partnership may enter into swap arrangements to synthetically achieve or alter the Partnership's exposure to a market or segment thereof or to hedge portfolio market risk.

Swap transactions involve the exchange by the Partnership with a counterparty of their respective commitments to pay or receive a net amount based on the change in the market value of a particular bond, equity, commodity or index and a specified notional holding.

Interest rate swap agreements involve the exchange by the Partnership with another party of their respective commitments to pay or receive interest (e.g. an exchange of floating rate payments for fixed rate payments) with respect to a notional amount of principal.

In addition, the Partnership enters into credit default swaps whereby one counterparty (the "Protection Buyer") pays a periodic fee, which is expressed in basis points on the notional amount, in return for a payment by the seller of the credit default swap (the "Protection Seller") that results if a credit event as defined in the swap agreement occurs, such as a default by the reference entity.

Swap transactions expose the Partnership to (or reduce) market risk equivalent to actually holding the notional amount but typically involve little capital commitment relative to the exposure achieved (or reduced). The Partnership's gains or losses may therefore be magnified compared to the capital commitment.

The terms of certain of the Partnership's swap agreements issued under the ISDA Master Agreement protocol contain provisions that grant the Partnership's counterparty the right to terminate the swap transactions and demand settlement if either the Partnership's capital falls by a specified percentage or below a specified value.

Notes to Consolidated Financial Statements

December 31, 2012

## 5. **Derivative financial instruments and risk** (continued)

At December 31, 2012, the notional amount of the Partnership's derivative financial instruments is as follows (expressed in \$000's):

## Long exposure

Commodity futures contracts Equity index options Equity index swap contracts Equity swap contracts	\$ 49,101 208,742 10,824 152,784
	\$ 421,451
Short exposure	
Equity index futures contracts	\$ 139,302
Equity index options	245,762
Equity swap contracts	11,477
Foreign currency exchange options	175,000
Forward foreign currency exchange contracts	 204,376
	\$ 775,917

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## 5. **Derivative financial instruments and risk** (continued)

The locations on the consolidated statement of assets and liabilities of the Partnership's derivative positions by type of derivative, all of which are not accounted for as hedging instruments are as follows (expressed in \$000's):

Location on the consolidated statement of assets and liabilities	Derivative assets		Derivative liabilities
Unrealized gains (losses) on open derivative financial			
instruments			
Commodity futures contracts	\$ -	\$	(578)
Equity index futures contracts	_		(1,357)
Equity index swap contracts	1,058		_
Equity swap contracts	11,923		(2,710)
Forward foreign currency exchange contracts	 4,848	_	(371)
Total unrealized gains (losses) on open derivative financial instruments	\$ 17,829	\$	(5,016)
Investments in securities, at fair value Equity index options Foreign currency exchange options	\$ 5,172 403	\$	
Total investments in securities, at fair value	\$ 5,575	\$	_

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## 5. **Derivative financial instruments and risk** (continued)

The following is a summary of the net realized and change in unrealized gains and losses on investments and net interest and dividend income and expense attributable to derivative financial instruments for the year ended December 31, 2012 (expressed in \$000's):

Devivative financial instruments	Net realized gains (losses)	Net change in unrealized gains (losses)		Total
Derivative financial instruments Commodity futures contracts Commodity swap contracts Equity index futures contracts Equity index options Equity index swap contracts Equity options Equity swap contracts Foreign currency exchange options Forward foreign currency exchange contracts	\$ 2,458 134 (8,468) (6,655) (3,333) (248) (19,428) 1,302 (11,812)	\$ (578) - (4,650) 4,586 1,534 488 8,965 (230) 3,912	\$	1,880 $134$ $(13,118)$ $(2,069)$ $(1,799)$ $240$ $(10,463)$ $1,072$ $(7,900)$
Government bond swap contracts	\$ (45,905)	\$ 	\$	(31,878)
Derivative financial instruments		Net interest <u>expense</u>	inc	Net dividend ome (expense)
Equity index swap contracts Equity swap contracts		\$  24 963	\$	(121) 784
		\$ 987	\$	663

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### 6. Fair value of financial instruments

The following is a summary of the inputs used in valuing the Partnership's investments carried at fair value (expressed in \$000's):

				Other Significant Observable		Significant Unobservable
			Quoted Prices	Inputs		Inputs
	Total		(Level 1)	(Level 2)		(Level 3)
	<u>10tui</u>		<u>(Level 1)</u>	<u>(Level 2)</u>		<u>(Lever 5)</u>
Assets						
Equity*	\$ 338,520	\$	338,520	\$ _	\$	_
Corporate bonds	789		_	789		_
Equity index options	5,172		423	4,749		_
Equity index swap						
contracts	1,058		_	1,058		_
Equity linked notes	3,941		_	3,941		-
Equity swap contracts	11,923		_	11,923		-
Foreign currency						
exchange options	403		_	403		_
Forward foreign currency						
exchange contracts	4,848		-	4,848		-
Government bonds	17,264		-	17,264		_
Investments in other						
investment partnerships	20,500		_	20,500		—
Private placements	 29,573	_		 _	_	29,573
	\$ 433,991	\$	338,943	\$ 65,475	\$	29,573

Notes to Consolidated Financial Statements

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### 6. **Fair value of financial instruments** (continued)

	Total		Quoted Prices (Level 1)		Other Significant Observable Inputs <u>(Level 2)</u>		Significant Unobservable Inputs <u>(Level 3)</u>
Liabilities							
Equity sold short*	\$ 55,054	\$	55,054	\$	-	\$	-
Commodity futures							_
contracts	578		578		_		
Equity index futures							_
contracts	1,357		1,357		_		
Equity swap contracts	2,710				2,710		_
Forward foreign currency	2,710				2,710		
exchange contracts	371				371		
exchange contracts	 571	_		-	5/1	-	
	\$ 60,070	\$	56,989	\$	3,081	\$	_
	 	_		_		_	

\* All securities classified as equity and equity sold short fall within level 1 of the fair value hierarchy, therefore the sector analysis breakdown has not been included above as the required breakdown is disclosed in the consolidated condensed schedule of investments.

The following is a reconciliation of the Partnership's investments for which significant unobservable inputs (level 3) were used to determine fair value (expressed in \$000's):

				Net	ncluded in t Realized and Net Change in Jnrealized					
					Gains and	Transfers			_	
Instrument	Balan Dec 31,		Capital Distributions		Losses on vestments	Out of Level 3	Purchases	Sales	-	alance at 31, 2012
Private placements	\$ 12	2,571	\$ -	\$	(151) \$	_	\$ 17,153	\$ -	\$	29,573
	\$ 12	2,571	\$ -	\$	(151) \$	_	\$ 17,153	\$ -	\$	29,573

The net change in unrealized gains and losses in the consolidated statement of operations attributable to level 3 investments still held at December 31, 2012 (expressed in \$000's) includes:

#### Private placements

\$ (151)

The Partnership's policy is to recognize transfers into and out of the various levels as at the actual date of the event or change in circumstances that caused the transfer. No transfers were made during the year ended December 31, 2012.

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#### 6. **Fair value of financial instruments** (continued)

The following table summarizes the quantitative inputs and assumptions used to value investments (expressed in \$000's) classified within Level 3 of the fair value hierarchy as at December 31, 2012.

Investments	Value at per 31, 2012	Valuation Techniques	Unobservable Inputs	<b>Ranges</b> 8.2x 50%	
Private placements	\$ 29,573	Comparable multiple	Price earnings multiple Company specific discount		
			Illiquidity discount	50%	
		Recent transaction price	Not applicable	Not applicable	

The significant unobservable inputs used in the fair value measurement of the Partnership's investments in private placements include price earnings multiple and company specific discounts. A significant increase (decrease) in price earnings multiple or decrease (increase) in applicable discounts in isolation would result in a higher (lower) fair value measurement.

Since December 31, 2011, there have been no changes in valuation techniques relating to investments classified within level 3 of the fair value hierarchy that have had a material impact on the valuation of these instruments.

#### 7. Management fees and incentive compensation

The Partnership pays a quarterly management fee of 2% per annum of net assets to the general partner.

Special grandfathering provisions are in place that apply to limited partners admitted on or before January 1, 2006 ("Prior Limited Partners"). Under these provisions, the Prior Limited Partners will continue to be charged a management fee of 1.5% per annum. These special grandfathering provisions are in effect as long as Prior Limited Partners remain invested in the Partnership.

The partnership agreement provides that up to 20% of net profits, as defined, subject to loss carry-forward provisions relating to all limited partnership interests shall be credited to the general partner or to certain limited partners as may be designated by the general partner, at its sole discretion, in such proportions as the general partner shall agree. This amount is, in effect, incentive compensation paid to the general partner for profitable performance. Incentive compensation is recorded by the Partnership as a reallocation of capital from the limited partners to the general partner (or certain limited partners, as applicable) in the consolidated statement of changes in partners' capital.

The management fee and incentive compensation due to the general partner is reduced to the extent that corresponding amounts are payable or allocable to any member of the Everest Capital Group by the Partnership or in the Feeders Funds or to the extent that amounts are due to third parties who are instrumental in the sale of interests in the Feeder Funds or are waived by the general partner. The management fees for the year ended December 31, 2012 have been recorded in the Feeder Funds.

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#### 8. Administration fee

Under the terms of the agreement between Citco Fund Services (Bermuda) Limited (the "Administrator") and the Partnership, the Administrator provides accounting and administration services to the Partnership and receives an annual fee based on the net assets of the Partnership, calculated and payable monthly in arrears.

## 9. Prime broker

The Partnership utilizes a number of prime brokers (each a "Prime Broker"). Under each Prime Brokerage Agreement, all assets of the Partnership held by the respective Prime Broker and each of the Prime Broker's affiliated companies are subject to a general lien and a continuing first priority perfected security interest in favor of the Prime Broker and therefore constitute collateral security for the Partnership's obligations and liabilities to each Prime Broker.

### 10. Taxation

Under current Cayman Islands law, the Partnership is not required to pay any taxes on income, profits or capital gains. On February 23, 1999, the Partnership obtained an undertaking from the Cayman Islands' authorities exempting it from such taxes for a period of 50 years from the date such undertaking was issued.

#### 11. **Financial highlights**

Financial highlights for the Partnership<sup>1</sup> are as follows:

Total return	<u>%</u>
Total return for the year before incentive allocation	7.00
Incentive allocation	(0.01)
Total return for the year after incentive allocation	6.99
Ratios to average partners' capital	
Total investment income	2.87
Net investment income excluding incentive allocation	0.85
Operating expenses <sup>2</sup>	2.02
Incentive allocation	0.01
Total operating expenses and incentive allocation	2.03

<sup>1</sup> Total return and ratios are calculated based on the limited partners' interest in the Partnership. Individual Feeder Fund returns and ratios are shown in the attached Feeder Fund financial statements. An investor's results may vary from the total return and ratios shown above due to the investor's eligibility to participate in new issues, different management and incentive fee arrangements (as applicable), the existence of loss carry-forwards and the timing of capital transactions.

<sup>2</sup> Includes dividend and interest expense.

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#### 12. Capital withdrawals

Upon written notice of 60 days to the general partner (unless waived by the general partner), limited partners may withdraw all or part of their capital accounts as of the first business day of each calendar quarter.

### 13. Subsequent events

Effective January 1, 2013, Everest Capital Alpha Fund, L.P. will no longer be a Feeder Fund of the Partnership.

The general partner has assessed and evaluated all subsequent events arising from the date of the consolidated statement of assets and liabilities up until April 2, 2013 and has concluded that apart from the above, no additional disclosure is required.