



RARE Infrastructure Limited  
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Australia

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To	ASX
CC	
From	RARE Infrastructure
Date	17 <sup>th</sup> August 2015
Fax Number	+61 2 9778 0999
Number of Pages (including cover)	5

**Re: RARE Infrastructure – Substantial Shareholder**

Urgent

For Review

Please Comment

Please Reply

Good Afternoon,

Please see attached a completed Form 604 along with the requested supporting documentation for our recent substantial shareholding in Spark Infrastructure Group (SKI AU).

Please do not hesitate to contact [compliance@RAREinfrastructure.com](mailto:compliance@RAREinfrastructure.com) should you required any additional information in order to process our lodgement.

Many thanks.

Kind Regards,

Jeff Dyne  
Investment Compliance Analyst

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme SPARK INFRASTRUCTURE GROUP (SKI)  
ACN/ARSN 114 940 304

### 1. Details of substantial holder(1)

Name RARE INFRASTRUCTURE LIMITED  
ACN/ARSN (if applicable) 119 339 052

There was a change in the interests of the substantial holder on 12/08/15

The previous notice was given to the company on 12/05/15

The previous notice was dated 14/05/15

### 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)
ORDINARY SHS	167,540,482	11.4256%	152,224,295	10.3811%

### 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 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
SEE	ANNEXURE 1				

### 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
SEE	ANNEXURE 2				

**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
N/A	

**6. Addresses**

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

Name	Address
RARE INFRASTRUCTURE LTD	LEVEL 13, 35 CLARENCE ST, SYDNEY, NSW, 2000
TREASURY GROUP LTD	LEVEL 14, 35 MARTIN PL, SYDNEY, NSW, 2000

**Signature**

print name JEFF DYWE capacity INVESTMENT COMPLIANCE

sign here *Jeff Dywe* date 17/08/15

**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 identify 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.

**ANNEXURE 1 - Part 3, Change in Relevant Interest**

14/05/2015		13/08/2015	
Holding At Last Lodge	107,540,482.00	Holding At Last Lodge	152,224,205.00
Units On Issue	1,465,380,126.00	Units On Issue	1,465,380,126.00
% Holding	11.4255%	% Holding	10.3811%
<b>TOTAL SHARES TRADED:-</b>			
			<b>15,118,117</b>

OK

Date of Change	Person Whose Relevant Interest Has Changed	Nature Of Change	Consideration Given In Relation To The Change (₹)	Number Of Securities Affected	Class Of Securities Affected	Person's Votes Affected
14/05/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Sale	144,615	120,162	Ordinary Shares	(120,162)
12/08/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Sale	2,018,948	1,062,604	Ordinary Shares	(1,062,604)
11/08/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Sale	361,309	188,565	Ordinary Shares	(188,565)
07/08/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	430,803	145,457	Ordinary Shares	145,457
31/07/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Sale	368,635	64,661	Ordinary Shares	64,661
15/07/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	327,746	170,701	Ordinary Shares	170,701
13/07/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Sale	15,748,690	8,376,963	Ordinary Shares	(8,376,963)
10/07/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Sale	915,544	482,225	Ordinary Shares	(482,225)
07/07/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Sale	1,653,883	852,432	Ordinary Shares	(852,432)
01/07/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	165,156	86,469	Ordinary Shares	86,469
30/06/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	685,383	347,084	Ordinary Shares	347,084
25/06/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Sale	16,338,099	7,232,885	Ordinary Shares	(7,232,885)
19/06/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Sale	114,000	59,530	Ordinary Shares	(59,530)
12/06/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	788,111	394,016	Ordinary Shares	394,016
05/06/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	52,330	27,388	Ordinary Shares	27,388
03/06/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	15,804,254	-	Ordinary Shares	-
29/05/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	14,807	7,422	Ordinary Shares	7,422
28/05/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	1,756,818	70,959	Ordinary Shares	(70,959)
15/05/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	1,164,420	576,389	Ordinary Shares	576,389
14/05/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	611,922	315,581	Ordinary Shares	315,581
13/05/15	RARE Infrastructure Limited / Treasury Group Limited (TRG)	Purchase	1,955,000	1,000,000	Ordinary Shares	1,000,000

ANNEXURE 2 - Part 4, Present Relevant Interest

Holder of Relevant Interest	Registered Holder of Securities	Person entitled to be registered as holder (3)	Nature of relevant interest (6)	Class & Number of Securities	Person's votes
BARE Infrastructure Limited	JP Morgan Worldwide Securities Services	JP Morgan Worldwide Security Services	Registered and beneficial holder	18799683 Fully paid Ordinary	1.2821%
BARE Infrastructure Limited	Citigroup Pty Limited	Citigroup Pty Limited	Registered and beneficial holder	5766401 Fully paid Ordinary	0.3992%
BARE Infrastructure Limited	HSBC Bank Australia Limited	HSBC Bank Australia Limited	Registered and beneficial holder	115491008 Fully paid Ordinary	7.8760%
BARE Infrastructure Limited	National Nominees Limited	National Nominees Limited	Registered and beneficial holder	12287355 Fully paid Ordinary	0.8379%
Treasury Group Limited (TRG) and each of its subsidiaries	As Above	As above	TRG holds over 20% of the voting power in its investment managers pursuant to section 308(3)(e)	152344457 Fully Paid Ordinary	10.3893%