

25 November 2015

ASX Market Announcements
ASX Limited
Level 4, Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sir / Madam

Spark Infrastructure Group (ASX Code: SKI)

Notice under sections 708AA(2)(f) and 1012DAA(2)(f) of the Corporations Act 2001 (Cth)

Spark Infrastructure Group (**SKI**) represents Spark Infrastructure Trust (**Trust**) and its consolidated entities. Spark Infrastructure RE Limited (ABN 36 114 940 984) (**Spark RE**) is the responsible entity of the Trust. Each unit of the Trust is stapled to one loan note issued by Spark RE as responsible entity of the Trust (**Stapled Securities**).

SKI has today announced an accelerated non-renounceable entitlement offer of 5 new Stapled Securities (**New Securities**) for every 34 Stapled Securities held by eligible existing SKI securityholders at 7.00pm on 30 November 2015 (**Offer**).

SKI advises that:

- (a) the New Securities will be offered without disclosure to investors under Part 6D.2 of the *Corporations Act 2001* (Cth) (**Act**) and without a product disclosure statement being prepared for the New Securities under Division 2 of Part 7.9 of the Act;
- (b) this notice is being given under sections 708AA(2)(f) and 1012DAA(2)(f) of the Act, as modified by ASIC Class Order CO 08/35;
- (c) as a disclosing entity, SKI is subject to regular reporting and disclosure obligations;
- (d) as at the date of this notice, SKI has complied with:
 - (1) the provisions of Chapter 2M of the Act as they apply to Spark RE in its capacity as responsible entity of the Trust; and
 - (2) section 674 of the Act as it applies to Spark RE in its capacity as responsibly entity of the Trust;
- (e) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8), 708AA(9), 1012DAA(8) or 1012DAA(9) of the Act; and
- (f) the potential effect the Offer will have on the control of SKI, and the consequences of that effect, will depend on a number of factors, including investor demand and existing securityholdings. Given the structure of the Offer as a pro-rata issue, the Offer is not expected to have any material effect or consequence on the control of SKI.

Yours faithfully,

A handwritten signature in blue ink, appearing to read "Alex Finley".

Alexandra Finley
Company Secretary