

# Form 604

Corporations Act 2001

Section 671B

## Notice of change of interests of substantial holder

To: Company Name/Scheme Spark Infrastructure Group  
Formed by the stapling of securities in Spark Infrastructure Trust and Spark Infrastructure RE Limited.  
Level 25, 259 George Street,  
SYDNEY NSW 2000

ACN/ARSN ACN: 114 940 984 (Spark RE) 116 870 725 (Trust)

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

Name Lazard Asset Management Pacific Co  
ACN/ARSN (if applicable) ACN 064 523 619

There was a change in the interests of the substantial holder on 04/08/2016  
The previous notice was given to the company on 01/07/2016  
The previous notice was dated 01/07/2016

### 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 Person's votes (5)		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled	177,289,138	10.54%	160,130,489	9.52%

### 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
See Annexure 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
See Annexure C					

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## 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
See Annexure A of 1 page	Related bodies corporate

## 6. Addresses

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

Name	Address
Lazard Asset Management Pacific Co and its associates listed in Annexure A	Level 39, Gateway 1 Macquarie Place SYDNEY NSW 2000

**Signature**

print name

**Apnavi Saddington**

capacity

**Company Secretary**

sign here

date

8 August 2016

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## 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).
  - (7) See the definition of 'relevant agreement' in section 9 of the Corporations Act 2001. 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.
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## **Annexure 'A'**

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 8 August 2016.

Apnavi Saddington  
Company Secretary

8 August 2016  
Dated

### **Associates of Lazard Asset Management Pacific Co. ACN 064 523 619**

Lazard Ltd  
Lazard Group LLC  
Lazard Frères & Co LLC  
Lazard Asset Management LLC  
Lazard Brothers & Co., Ltd.  
Lazard Asset Management (Canada), Inc.  
Lazard Pension Management, Inc  
Lazard Asset Management Limited, London  
Lazard Japan Asset Management KK  
Deutsche Lazard Asset Management Holding GmbH  
Lazard Asset Management (Deutschland) GmbH  
Lazard Funds Marketing GmbH, Frankfurt  
Lazard Alternatives LLC  
Lazard Investment Funds Limited, Dublin  
Lazard Fund Managers (Ireland) Limited  
Lazard Fund Managers Limited, London  
Lazard Debt Recovery Management LLC  
LAMP Administration Pty Ltd  
Lazard Pty Ltd  
Lazard Asset Management (Hong Kong) Limited  
Lazard Korea Asset Management Co. Ltd  
Lazard Asset Management Securities LLC  
Lazard Asset Management (Singapore) Pte Ltd  
Lazard Asset Management Schweiz AG

## **Annexure 'B'**

This is Annexure B of 3 pages referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 8 August 2016

Apnavi Saddington  
Company Secretary

Dated: 8 August 2016

Lazard Asset Management Pacific Co  
ACN: 064 523 619

**Form 604**  
**Annexure B - Changes in relevant interests**

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (Stapled securities)	Person's votes affected
30/06/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 666,424.51	274,171	274,171
30/06/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,763,912.27	725,829	725,829
06/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 302,492.14	119,683	119,683
06/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 360,481.82	142,627	142,627
06/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 676,276.87	268,250	268,250
06/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 805,925.37	319,676	319,676
07/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,194,105.69	482,941	482,941
07/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,423,021.22	575,523	575,523
08/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,228,541.92	500,000	500,000
08/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 647,191.58	263,979	263,979
08/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 306,855.99	123,847	123,847
08/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 771,263.66	314,586	314,586
08/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 365,679.12	147,588	147,588
11/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,221,365.46	500,000	500,000
12/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 46,483.93	19,000	19,000
13/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 291,824.95	120,000	120,000
13/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 678,013.97	278,803	278,803
20/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 766,680.39	299,700	299,700
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 234,657.17	90,061	90,061
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 7,027,345.33	2,700,455	2,700,455
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 136,715.54	52,625	52,625
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 342,779.96	131,944	131,944
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 674,664.24	259,694	259,694
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 718,609.47	276,168	276,168
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 238,559.20	91,827	91,827
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,050,819.12	788,148	788,148
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,704,423.58	1,039,334	1,039,334
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 607,097.53	233,686	233,686
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 129,801.82	49,880	49,880
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 373,128.20	143,385	143,385
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,458,306.02	561,336	561,336
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 840,902.54	323,683	323,683
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,467,999.17	948,474	948,474
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 807,417.95	310,794	310,794
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,105,756.39	424,952	424,952
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,209,324.42	849,063	849,063
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 996,937.67	383,132	383,132
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,106,282.11	425,120	425,120

**Form 604**  
**Annexure B - Changes in relevant interests**

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change AUD	Class and number of securities affected (Stapled securities)	Person's votes affected
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,176,268.04	840,271	840,271
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 42,339.50	16,375	16,375
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 106,155.14	41,056	41,056
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 208,933.48	80,806	80,806
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 222,515.81	85,932	85,932
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 73,878.88	28,573	28,573
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 635,031.84	245,239	245,239
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 837,419.94	323,398	323,398
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 188,010.66	72,714	72,714
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 40,196.18	15,520	15,520
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 115,551.05	44,615	44,615
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 451,614.45	174,664	174,664
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 260,415.72	100,717	100,717
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 764,211.28	295,126	295,126
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 250,044.81	96,706	96,706
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 342,393.96	132,227	132,227
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 684,114.69	264,194	264,194
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 308,700.18	119,215	119,215
25/07/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 342,599.87	132,280	132,280
02/08/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 476,743.38	181,371	181,371
04/08/2016	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 896,769.09	345,686	345,686

## **Annexure 'C'**

This is Annexure C of 3 pages referred to in Form 604, Notice of change of interests of substantial holder, signed by me and dated 8 August 2016.

Apnavi Saddington  
Company Secretary

8 August 2016  
Dated

Lazard Asset Management Pacific Co  
ACN: 064 523 619

**Form 604**  
**Annexure C - Present Relevant Interests**

<b>Holder of relevant interest</b>	<b>Registered holder of securities</b>	<b>Person entitled to be registered as holder (8)</b>	<b>Nature of relevant interest (6)</b>	<b>Class and number of securities (Stapled)</b>	<b>Person's votes</b>
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 11,606,788	Stapled – 11,606,788
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,648,722	Stapled – 1,648,722
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,279,053	Stapled – 1,279,053
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Pictet & Cie Banquiers	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,025,214	Stapled – 1,025,214
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,116,651	Stapled – 1,116,651
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 4,055,458	Stapled – 4,055,458
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 709,479	Stapled – 709,479
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citicorp Nominees Pty Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 3,239,073	Stapled – 3,239,073
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Citigroup Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 2,619,563	Stapled – 2,619,563
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 3,413,924	Stapled – 3,413,924
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Mellon Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,881,807	Stapled – 1,881,807
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Sumitomo Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 319,500	Stapled – 319,500
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 927,045	Stapled – 927,045
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	BNP Paribas	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 3,583,273	Stapled – 3,583,273
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 2,296,356	Stapled – 2,296,356
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,260,451	Stapled – 1,260,451
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 45,924,701	Stapled – 45,924,701
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 9,068,872	Stapled – 9,068,872

**Form 604**  
**Annexure C - Present Relevant Interests**

<b>Holder of relevant interest</b>	<b>Registered holder of securities</b>	<b>Person entitled to be registered as holder (8)</b>	<b>Nature of relevant interest (6)</b>	<b>Class and number of securities (Stapled)</b>	<b>Person's votes</b>
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 594,658	Stapled – 594,658
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Bank of New York	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 18,827,493	Stapled – 18,827,493
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 2,204,823	Stapled – 2,204,823
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Canada Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 5,664,405	Stapled – 5,664,405
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,222,305	Stapled – 1,222,305
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Australia Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 86,920	Stapled – 86,920
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Northern Trust	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 8,618,317	Stapled – 8,618,317
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 36,792	Stapled – 36,792
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 108,748	Stapled – 108,748
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 64,882	Stapled – 64,882
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	JP Morgan Chase Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 11,111,847	Stapled – 11,111,847
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 7,516,127	Stapled – 7,516,127
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 3,662,734	Stapled – 3,662,734
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	National Australia Bank Ltd	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 1,653,154	Stapled – 1,653,154
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	State Street Boston	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 2,781,354	Stapled – 2,781,354