

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 06/07/2017
The previous notice was given to the company on 09/01/2017
The previous notice was dated 09/01/2017

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	196,124,068	11.66%	220,788,989	13.13%

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					

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

10 July 2017

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 10 July 2017.

Apnavi Saddington
Company Secretary

10 July 2017
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
Lazard Gulf Limited

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 10 July 2017.

Apnavi Saddington
Company Secretary

Dated: 10 July 2017

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
06/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,146,995.63	476,501	476,501
09/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,904,558.08	786,992	786,992
09/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 922,506.09	381,190	381,190
10/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,427,463.51	594,750	594,750
11/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,238,180.50	521,150	521,150
12/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,216,606.25	514,369	514,369
13/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 733,504.88	309,882	309,882
16/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 9,730,460.00	4,095,734	4,095,734
17/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,646,416.21	1,123,574	1,123,574
23/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,520,460.41	637,763	637,763
23/01/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,784,708.60	753,456	753,456
08/02/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 154,743.72	65,787	65,787
20/02/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,933,578.46	1,225,000	1,225,000
22/02/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 259,616.90	110,000	110,000
01/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 640,383.81	276,000	276,000
06/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 178,089.00	80,000	80,000
08/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 413,316.18	186,758	186,758
09/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 6,520,761.42	2,939,319	2,939,319
10/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,768,482.07	775,000	775,000
16/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,031,483.17	446,458	446,458
22/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,739,264.66	1,171,300	1,171,300
24/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 150,977.48	63,700	63,700
28/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 135,725.94	56,808	56,808
29/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 3,427,101.61	1,426,800	1,426,800
29/03/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 830,888.85	347,100	347,100
05/04/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 16,204.25	6,877	6,877
06/04/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 19,735.03	8,420	8,420
10/04/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 245,785.49	104,959	104,959
11/04/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,886,821.11	801,300	801,300
19/04/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,562,051.03	1,063,480	1,063,480
01/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,359,426.07	529,558	529,558
02/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 813,466.30	320,442	320,442
02/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 5,894,349.34	2,332,070	2,332,070
03/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,006,351.91	1,187,847	1,187,847
04/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,394,696.22	549,900	549,900
04/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,928,948.24	778,395	778,395
15/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 633,825.08	243,611	243,611
26/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 153,562.82	57,000	57,000
26/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,212,323.06	452,763	452,763
29/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 833,957.26	310,400	310,400

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
30/05/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,089,075.92	781,800	781,800
01/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 8,508,866.39	3,101,073	3,101,073
02/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,858,794.79	673,591	673,591
05/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 5,880,166.85	2,120,970	2,120,970
08/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 796,106.38	290,000	290,000
08/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 41,321.82	15,047	15,047
13/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 1,157,456.60	415,079	415,079
13/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,157,456.60	415,079	415,079
16/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 4,119,587.03	1,443,138	1,443,138
16/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 4,574,634.28	1,602,968	1,602,968
20/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 3,695,672.65	1,309,903	1,309,903
21/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 2,818,791.48	1,022,000	1,022,000
21/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 4,807,520.36	1,749,921	1,749,921
22/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 2,027,038.75	748,013	748,013
23/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 9,928,855.40	3,640,000	3,640,000
23/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,540,897.03	566,600	566,600
27/06/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Sell	\$ 1,423,721.69	527,900	527,900
05/07/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$ 5,842,274.15	2,266,000	2,266,000
06/07/2017	Lazard Asset Management Pacific Co and its associates listed in Annexure A	Buy	\$28,386,286.05	11,090,348	11,090,348

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 10 July 2017.

Apnavi Saddington
Company Secretary

10 July 2017
Dated

Lazard Asset Management Pacific Co
ACN: 064 523 619

Form 604
Annexure C - Present Relevant Interests

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 (Stapled)	Person's votes
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 – 15,703,939	Stapled – 15,703,939
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 – 2,376,221	Stapled – 2,376,221
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 – 1,773,853	Stapled – 1,773,853
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 – 1,417,674	Stapled – 1,417,674
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 – 4,837,258	Stapled – 4,837,258
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 – 348,179	Stapled – 348,179
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 – 3,333,385	Stapled – 3,333,385
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 – 3,804,582	Stapled – 3,804,582
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 – 4,901,539	Stapled – 4,901,539
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 – 2,084,107	Stapled – 2,084,107
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 – 426,800	Stapled – 426,800
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 – 1,693,867	Stapled – 1,693,867
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 – 3,672,736	Stapled – 3,672,736
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 – 3,201,042	Stapled – 3,201,042
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 – 3,119,801	Stapled – 3,119,801
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 – 63,998,901	Stapled – 63,998,901
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 – 12,476,572	Stapled – 12,476,572
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 – 666,122	Stapled – 666,122

Form 604
Annexure C - Present Relevant Interests

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 (Stapled)	Person's votes
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 – 25,767,493	Stapled – 25,767,493
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 – 3,312,277	Stapled – 3,312,277
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 – 7,107,448	Stapled – 7,107,448
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 – 1,995,317	Stapled – 1,995,317
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 – 93,521	Stapled – 93,521
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 – 1,606,351	Stapled – 1,606,351
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 – 7,652,217	Stapled – 7,652,217
Lazard Asset Management Pacific Co and each of its associates listed in Annexure A	Nomura	The Current Registered Holder	Registered holder & taken to have a relevant interest under section 608 (1)	Stapled – 4,279,300	Stapled – 4,279,300
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 – 11,181,768	Stapled – 11,181,768
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 – 2,872,125	Stapled – 2,872,125
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 – 3,155,157	Stapled – 3,155,157
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 – 3,579,456	Stapled – 3,579,456
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 – 8,863,955	Stapled – 8,863,955
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 – 3,928,412	Stapled – 3,928,412
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 – 1,925,511	Stapled – 1,925,511
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 – 3,632,103	Stapled – 3,632,103