

5 September 2014

LEVEL 23 RIALTO TOWERS 525 COLLINS STREET MELBOURNE  
GPO BOX 769 MELBOURNE VIC 3001 AUSTRALIA  
DX 204 MELBOURNE [www.minterellison.com](http://www.minterellison.com)  
T +61 3 8608 2000 F +61 3 8608 1000

Company Announcements Office  
ASX Limited  
SYDNEY NSW 2000

**CK ENV Investments Pty Ltd (ACN 169 818 035) – Compulsory acquisition of remaining shares in Envestra Limited**

As previously disclosed by CK ENV Investments Pty Ltd (ACN 169 818 035) (**CK ENV Investments**), having acquired a relevant interest in more than 90% of all the shares in Envestra Limited (ACN 078 551 685) (**Envestra**), CK ENV Investments is exercising its right under section 661A(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**) to compulsorily acquire the remaining shares in Envestra.

Attached, in accordance with section 661B(1)(d) of the Corporations Act, is a copy of the ASIC Form 6021: *Notice of compulsory acquisition following takeover bid* (**Notice**), together with the covering letter to Envestra shareholders, which were lodged by CK ENV Investments with the Australian Securities and Investments Commission today.

The Notice and covering letter are being despatched to Envestra shareholders today.

Yours faithfully  
**MINTER ELLISON**




Contact:	Bart Oude-Vrielink, Partner	Direct phone: +61 3 8608 2908
Contact:	David Schiavello, Senior Associate	Direct phone: +61 3 8608 2814

# CK ENV INVESTMENTS PTY LTD (ACN 169 818 035)

Level 23  
525 Collins Street  
Melbourne, Victoria 3000

---

5 September 2014



└ 000001 000 ENVTKO  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

Dear Envestra Shareholder

## Compulsory acquisition of Envestra Limited shares

As you may know, the takeover offer (**Offer**) by CK ENV Investments Pty Ltd (**CK ENV Investments**) to acquire all of your ordinary shares in Envestra Limited (**Envestra**) closed at 7.00pm (Sydney, Australia time) on 21 August 2014.

CK ENV Investments has become entitled under the *Corporations Act 2001* (Cth) (**Corporations Act**) to compulsorily acquire all of the Envestra shares in which it does not already have a relevant interest, having acquired a relevant interest in 96.58% of all Envestra shares as at the end of the Offer (including the 17.46% held by Cheung Kong Infrastructure Holdings Limited, an associate of CK ENV Investments). CK ENV Investments has decided to exercise its right to compulsory acquisition.

This letter is being sent to you because you are currently registered as the holder of Envestra shares and there is no record of CK ENV Investments having received your valid acceptance of the Offer before the close of the Offer. This means that you either did not accept the Offer or that your acceptance was not valid (for example, because it was not received before the Offer ended on 21 August 2014, or it was otherwise not in accordance with the terms of the Offer).

Please find enclosed an ASIC Form 6021: *Notice of compulsory acquisition following takeover bid* (**Notice**), which CK ENV Investments is required to give you under the Corporations Act to exercise its right to compulsory acquisition.

CK ENV Investments will pay A\$1.32 for each Envestra share that it compulsorily acquires, which is the same price per share that was offered to all Envestra shareholders under the Offer. CK ENV Investments is required to pay to Envestra the total cash payable for the compulsory acquisition of Envestra shares within the time required under the Corporations Act (approximately 1 month to 6 weeks after the date of this letter, although this period may be longer in some cases).

You do not need to sign or return the Notice. In due course, Envestra will send to remaining holders of Envestra shares a written notice seeking instructions on how to deal with the cash payable to the holder. Envestra will also be required to hold the cash paid to it by CK ENV Investments in trust for holders of Envestra shares which are being compulsorily acquired.

If you have any questions about this letter or the enclosed Notice, or the compulsory acquisition procedure generally, you may call the CK ENV Investments Offer Information Line on 1300 621 435 (within Australia) or +61 3 9415 4877 (outside Australia).

Yours faithfully

A handwritten signature in black ink, consisting of a stylized 'A' followed by a horizontal line.

**Andrew Hunter**  
**Director**  
**CK ENV Investments Pty Ltd**

# Notice of compulsory acquisition following takeover bid

## Notice

## To each holder of:

Description of class of securities to which the bid relates

Fully paid ordinary shares

(Bid Class Securities)

in

Name of target company or body

Name ('the Company')

Envestra Limited

ACN/ARBN/ARSN

078 551 685

Tick applicable box(es)

- ☐ and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related.
- ☐ and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

### 1. Under a takeover bid offers were made by

CK ENV Investments Pty Ltd (ACN 169 818 035)

in respect of the acquisition of Bid Class Securities in the company.

The offers

Tick one box

- ☒ closed
- ☐ are scheduled to close

Date offers closed or are scheduled to close

on

Date

2 / 1 / 0 8 / 1 4  
[D] [D] [M] [M] [Y] [Y]

Tick applicable box(es).  
(see subsection 661A(4) and (4A))

### 2. You are, as at the date of this notice, the holder of one or more of the following

- ☒ securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)
- ☐ securities to which the bid related issued after the end of the offer period and before the date of this notice
- ☐ securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
- ☐ securities issued under an employee incentive scheme to which restrictions on transfer apply under the company's constitution or the terms of issue, being
- ☐ the following securities in the bid class in which the bidder has a relevant interest

Description of securities

Description of securities

### 3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 ('the Act') that the bidder has become entitled pursuant to subsection

Tick one box

- ☒ 661A(1)
- ☐ 661A(3)

of the Act to compulsorily acquire your securities and desires to acquire those securities.

## Continued... Notice

Date of lodgement

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

This notice was lodged with ASIC on

Date

0 5 / 0 9 / 1 4  
[D] [D] [M] [M] [Y] [Y]

5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.

6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

Tick one box

- ☐ this notice was given.  
☒ the end of the offer period.

7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.

8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

## Signature

Name of person signing

Andrew Hunter

Capacity

Director

Signature



Date signed

0 5 / 0 9 / 1 4  
[D] [D] [M] [M] [Y] [Y]