



ASX ANNOUNCEMENT

10 December 2014

APA Group (ASX: APA)
(also for release to APT Pipelines Limited (ASX: AQH))

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

10 December 2014

The Manager
Company Announcements
Office
ASX Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir or Madam

**Notice under section 1012DAA(2)(f) of the Corporations Act 2001 (Cth)
as modified by ASIC Class Order [CO 08/35]**

This notice is given by Australian Pipeline Limited (ABN 99 091 344 704) (**APL**) (in its capacity as the responsible entity of Australian Pipeline Trust (ARSN 091 678 778) (**APT**) and APT Investment Trust (ARSN 115 585 441) (**APTIT**) (together, **APA**) under section 1012DAA(2)(f) of the *Corporations Act 2001* (Cth) (the **Act**) as modified by the Australian Securities and Investments Commission Class Order [CO 08/35].

APA has announced a pro-rata accelerated renounceable entitlement offer (the **Offer**) of 1 new **APA** stapled security (each stapled security comprising one unit in APT one unit in APTIT) (**New Securities**) for every 3 **APA** stapled securities held as at 7.00pm (Sydney time) on 15 December 2014 by **APA** securityholders with a registered address in Australia or New Zealand and certain other jurisdictions in which **APA** has decided to make the offers.

APA advises that:

- (a) the New Securities will be offered for issue without a Product Disclosure Statement for the New Securities being prepared;
- (b) this notice is being given under section 1012DAA(2)(f) of the Act as modified by ASIC Class Order CO 08/35;

- (c) as a disclosing entity, APA is subject to regular reporting and disclosure obligations;
- (d) as at the date of this notice, APL as responsible entity of APT and APTIT has complied with:
 - (i) the provisions of Chapter 2M of the Act as they apply to APA; and
 - (ii) section 674 of the Act as it applies to APA;
- (e) as at the date of this notice, there is no excluded information of the type referred to in sections 1012DAA(8) and 1012DAA(9) of the Act as modified by ASIC Class Order CO 08/35; and
- (f) the potential effect that the issue of the New Securities will have on the control of APA, and the consequences of that effect, will depend on a number of factors, including investor demand. However, given the structure of the Offer as a pro-rata issue and the current composition of the securityholder register, the issue is not expected to have any material effect or consequence on the control of APA.

Yours sincerely



Mark Knapman
Company Secretary
Australian Pipeline Limited

IMPORTANT INFORMATION

This notice does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States or to any person acting for the account or benefit of any person in the United States, or in any other jurisdiction in which such an offer would be illegal. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (**Securities Act**), or under the securities laws of any state or other jurisdiction of the United States and accordingly may not be offered or sold, directly or indirectly, within the United States or to any person acting for the account or benefit of a person in the United States, unless the securities have been registered under the Securities Act or are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws.

For further information please contact:

Investor enquiries:

Peter Fredricson

Telephone: (02) 9693 0008

Mob: 0409 344 834

Email: peter.fredricson@apa.com.au

Media enquiries:

David Symons

Telephone: (02) 8306 4244

Mob: 0410 559 184

Email: media@apa.com.au

About APA Group (APA)

APA is Australia's largest natural gas infrastructure business, owning and/or operating in excess of \$12 billion of energy infrastructure assets. Its gas transmission pipelines span every state and territory on mainland Australia, delivering approximately half of the nation's gas usage. APA has direct management and operational control over its assets and the majority of its investments. APA also holds minority interests in a number of energy infrastructure enterprises including SEA Gas Pipeline, Energy Infrastructure Investments and GDI.

APT Pipelines Limited is a wholly owned subsidiary of Australian Pipeline Trust and is the borrowing entity of APA Group.

For more information visit APA's website, www.apa.com.au