



Thursday, 9 December 2010

The Manager
Company Announcements
Australian Stock Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir / Madam

**SCHEME MEETINGS AND EXTRAORDINARY GENERAL MEETINGS
CHAIRMAN'S ADDRESS AND PRESENTATION**

Please find attached the Chairman's address and presentation to be delivered this afternoon at the Scheme Meetings and Extraordinary General Meetings detailed in the Explanatory Memorandum dated 3 November 2010.

Yours faithfully,

A handwritten signature in blue ink, appearing to read "AF", with a large, stylized flourish extending from the bottom right.

Alexandra Finley
Company Secretary



Spark Infrastructure Extraordinary General Meeting

Thursday, 9 December 2010

Chairman's address - Stephen Johns

Ladies and Gentlemen,

This afternoon we will be holding eight meetings with a total of 11 resolutions to consider.

While this sounds complex I think you will find that it is less painful than it sounds. I will endeavour to move through the meetings as efficiently as possible while making sure we allow adequate time for your questions and comments.

At the end of the meeting the directors and management will be pleased to meet you for tea and coffee in the foyer.

Before we move to discussing the resolutions and then voting on them, I would like to provide you with a brief summary of the Strategic Review which led to our proposal for the Repositioning of Spark Infrastructure.

The Repositioning is made up of two components.

The first component was a \$295 million equity raising by way of an accelerated non-renounceable Entitlement Offer which has now been successfully completed. It involved the issue of 295 million new securities at the issue price of \$1.00. I will discuss this in more detail shortly.

The second part of the Repositioning is the subject of today's meeting. It involves a Restructure designed, firstly, to realign Spark Infrastructure's Loan Note interest obligations more closely with the cashflows expected to be available from the Asset Companies in which we hold 49% interest – namely CitiPower and Powercor in Victoria and ETSA in South Australia. Secondly, it will simplify Spark Infrastructure's stapled security structure.

It is those aspects on which Securityholders are being asked to vote at today's Securityholder meetings.

As you may be aware, the Asset Companies have received final decisions from the Australian Energy Regulator for the new five year regulatory period to 2015. This has confirmed our expectation that their capital expenditure requirements will increase substantially.

In fact, the total amount of their required capital expenditure is expected to roughly double in the next regulatory period. This is a positive thing for the Asset Companies as capital expenditure grows their Regulated Asset Bases and therefore grows their future revenues – however it does have an impact on their funding requirements.

As we have previously stated, the Asset Companies have expressed the desire to retain a greater proportion of cash from operations to reduce their gearing levels somewhat and to contribute to the funding of growth capital expenditure, during this new regulatory period.

Accordingly, in light of these changed circumstances, in February this year we announced a comprehensive Strategic Review to consider the long term future of Spark Infrastructure. This review was aimed at maximizing Securityholder value.

As part of the Strategic Review, the Independent Directors evaluated a number of options in relation to Spark Infrastructure's capital structure, ownership structure and future funding needs.

These options included consideration of both the full and partial sales of Spark Infrastructure and its 49% interests in the Asset Companies. We did this through a comprehensive and wide ranging marketing exercise, both domestically and internationally.

However, after careful consideration, it is the Boards' view that the best available option for Securityholders is to proceed with the Repositioning of Spark Infrastructure.

As a result, on 22 September 2010 we announced the completion of the Strategic Review with the decision to pursue a Repositioning.

And as I have already mentioned, the Repositioning comprises the recent \$295 million equity raising and the Restructure to be considered at today's meetings.

The Entitlement Offer raised \$295 million through a 2 for 7 offer of new stapled securities in Spark Infrastructure on a pro rata basis to our Securityholders at an issue price of \$1.00 per unit.

This equity raising was designed to strengthen Spark Infrastructure's balance sheet and increase our financial flexibility to fund the growth capital expenditure requirements of the Asset Companies.

I am pleased to report that strong support from our institutional and retail Securityholders led to a very successful outcome.

In September 2010, the institutional component of the Entitlement Offer was well supported and raised approximately \$167 million. Institutional holders took up approximately 96% of their entitlements (or 161 million securities). There was also strong demand for the remaining 6 million securities from existing Securityholders who applied for over-subscriptions.

The Retail Entitlement Offer was completed on 29 October 2010 and was also well supported by Spark's existing retail Securityholders. It raised \$127 million from the issue of 127 million stapled securities.

Approximately 64% of retail Securityholders took up their entitlements, equivalent to 81 million securities, and the balance was taken up by over-subscriptions and sub-underwriters.

Now that the Entitlement Offer has been completed, Spark Infrastructure does not expect to raise further equity to fund the anticipated growth capital expenditure in the Asset Companies for at least three years, except for the expected reactivation of the distribution reinvestment plan.

Now I would like to move on to the second component of the Repositioning which is the business before today's meetings. This involves:

- A partial reduction of the principal amount outstanding on the Loan Notes of \$0.60 face value per Security, with the amount repaid to be applied to the issue of additional Units to Securityholders. Effectively, that portion of the Loan Note principal will be converted from subordinated debt to equity in Spark Trust. Securityholders will not receive cash.

Following the Restructure, the Loan Notes will have a face value of \$0.65 per Security and will carry a correspondingly reduced interest entitlement.

- In addition, we are proposing the simplification of the existing Spark Infrastructure ASX listed security from a five stapled security with four issuers to an ASX listed dual stapled security with Spark Trust as the sole listed entity.

The simplification of Spark Infrastructure's structure is expected to provide broader investor appeal and increased administrative efficiency.

Following implementation of the Restructure, Securityholders eligible to participate in the Restructure will continue to hold the same proportionate interest in Spark Infrastructure as they held immediately prior to the Restructure.

If the Restructure is completed there is a reduced risk that Spark Infrastructure may need to defer payment of interest on the Loan Notes in the future.

If the Restructure is not completed then Spark Infrastructure will remain a five stapled security structure, and Spark Infrastructure's distribution profile will continue to reflect cashflows expected to be available from the Asset Companies. However, Loan Note interest obligations to our securityholders will not be realigned to reflect those cashflows.

Importantly, if the Restructure is not approved, then there is a risk that Spark Infrastructure may need to defer payment of some or all of the interest accruing under the Loan Notes in the future and deferral may have a range of adverse consequences for Securityholders, including the potential for Securityholders to pay tax on Loan Note interest accrued even if it is deferred and not paid.

The Explanatory Memorandum contains details on each of these points, and the benefits and disadvantages and risks perceived by the Board. I trust you have had an opportunity to review its contents over the past month since it was distributed to you.

In addition, last week we mailed you a supplementary disclosure providing detailed guidance on the determination for tax purposes of the amount of consideration to be received by Securityholders in

respect of the Note Scheme. This is a highly technical matter and will only be relevant if and when a Securityholder disposes of their securities and at a price less than \$1.25 per security.

Spark Infrastructure is seeking a Class Ruling from the ATO in relation to this matter but it has not been issued in time for consideration by Securityholders at today's meetings. We therefore, considered it appropriate to provide Securityholders with additional information on this matter.

As with all matters of taxation, Securityholders should consult their own professional advisers.

The Independent Expert, Lonergan Edwards & Associates Limited, has concluded that the proposed Restructure is in the best interests of Securityholders. The Independent Expert's Report was attached to the Explanatory Memorandum as Annexure 6 and contains a detailed evaluation of the proposed Restructure. Their conclusion was confirmed in a letter attached to the supplementary disclosure.

The Directors of Spark Infrastructure unanimously recommend that Securityholders vote in favour of the Restructure today.

I referred earlier to the final decisions which the Asset Companies recently received from the Australian Energy Regulator.

Overall the outcome will allow the Asset Companies to operate in a satisfactory manner and allow us, as a 49% shareholder in those companies, to confirm our distribution guidance of 9.11 cents per security for 2011.

The Repositioning which I have described, including the Restructure which forms the business of today's meetings is designed to prepare and position Spark Infrastructure to take advantage of the expected growth in the Asset Companies over the medium term.

Finally, on behalf of the Board, I would like to thank each of you for your participation in today's meetings and we look forward to your ongoing support of Spark Infrastructure.

Ends



SPARK INFRASTRUCTURE

SCHEME MEETINGS AND EXTRAORDINARY GENERAL
MEETINGS – 9 DECEMBER 2010



AGENDA

SCHEME MEETINGS AND EXTRAORDINARY GENERAL MEETINGS



SCHEME MEETINGS

1. NOTE SCHEME MEETING
2. SPARK INFRASTRUCTURE 1 MEMBER SCHEME MEETING
3. SPARK INFRASTRUCTURE 2 MEMBER SCHEME MEETING

EXTRAORDINARY GENERAL MEETINGS

4. SPARK INFRASTRUCTURE TRUST UNITHOLDERS GENERAL MEETING
5. SPARK INFRASTRUCTURE LOAN NOTE HOLDERS GENERAL MEETING
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 - RESOLUTION 2
6. SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING
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 - RESOLUTION 2
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7. SPARK INFRASTRUCTURE 1 MEMBERS GENERAL MEETING
8. SPARK INFRASTRUCTURE 2 MEMBERS SCHEME MEETING

QUESTIONS AND GENERAL DISCUSSION

RULES FOR PARTICIPATION



- The Scheme Meetings and Extraordinary General Meetings of Spark Infrastructure are open to Securityholders and proxy holders of Spark Infrastructure
- All Securityholders should clearly state their name and show their registration card to be entitled to vote and speak at the meeting
- Securityholders and proxies may:
 - ❑ vote for all scheme meeting resolutions on the blue registration card
 - ❑ vote for all general meeting resolutions on the yellow registration card
- After the three scheme meetings are closed the blue cards will be collected. The yellow cards will be collected after the five extraordinary general meetings are closed.
- The Polls will be conducted by Mr Will Mrongovius of Computershare Investor Services and the results will be released to the ASX later this afternoon



CHAIRMAN'S ADDRESS

Mr Stephen Johns, Chairman



REPOSITIONING

CONSISTING OF TWO COMPONENTS



The Repositioning is made up of two components

1. A \$295 million equity raising by way of an accelerated non-renounceable Entitlement Offer which has now been completed successfully
 - Issue of 295 million new securities at the issue price of \$1.00
2. The Restructure which is the subject of today's meeting designed to:
 - Realign Spark Infrastructure's Loan Note interest obligations more closely with the cashflows expected to be available from the Asset Companies in which we hold 49% interest – CitiPower and Powercor and ETSA Utilities
 - Simplify Spark Infrastructure's stapled security structure

STRATEGIC REVIEW

FOCUS ON MAXIMISING VALUE



- Capital expenditure in the Asset Companies is expected to roughly double in the new five year regulatory periods
- The Asset Companies have indicated a desire to retain a greater proportion of cash from operations to reduce gearing somewhat and partially fund growth capital expenditure
- In February 2010 Spark Infrastructure announced a Strategic Review to consider its capital structure, ownership structure and future funding
- The Independent Directors conducted an extensive assessment of a wide range of options during the Strategic Review, with a focus on maximising Securityholder value
- Results of the Strategic Review were announced on 22 September 2010

ENTITLEMENT OFFER

INCREASING OUR FUNDING FLEXIBILITY



- The Entitlement Offer raised approximately \$295 million through a 2 for 7 accelerated non-renounceable entitlement offer of new stapled securities at an issue price of \$1.00 each
- The Entitlement Offer was strongly supported by Institutional and Retail Securityholders
 - Institutional holders took up around 96% of their entitlements (161 million securities) with strong interest for the remainder
 - Retail holders took up around 64% of their entitlements (81 million securities) with the balance taken up by over-subscriptions and sub-underwriters

RESTRUCTURE

SIMPLER, SUSTAINABLE AND MORE TRANSPARENT



1

REDUCE LOAN NOTE FACE VALUE

Reduction in the principal amount outstanding on the Loan Notes held by Securityholders and consequently a reduction in the amount of Loan Note interest obligation in respect of each security

2

SIMPLIFY STAPLED SECURITY STRUCTURE

Restructure Spark such that all existing entities sit below Spark Trust. Securities will be simplified from a four issuer five stapled security to a single issuer with two stapled securities (i.e. Unit and Stapled Loan Note)

IMPACT ON SECURITYHOLDERS

- ✓ Designed to more closely align interest obligations under the Loan Notes with operating cashflows
- ✓ Reduces the risk that Spark may have to defer some or all of the interest accrued under the Loan Notes
- ✓ Does not affect Securityholders' economic interest in Spark group

- The Independent Expert, Lonergan Edwards & Associates Limited, has concluded that the proposed Restructure is in the best interests of Securityholders.
- The Directors of Spark Infrastructure unanimously recommend that Securityholders vote in favour of the Restructure

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SCHEME MEETINGS AND EXTRAORDINARY GENERAL MEETINGS



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EXTRAORDINARY GENERAL MEETINGS

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5. SPARK INFRASTRUCTURE LOAN NOTE HOLDERS GENERAL MEETING

- RESOLUTION 1

- RESOLUTION 2

6. SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING

- RESOLUTION 1

- RESOLUTION 2

- RESOLUTION 3

7. SPARK INFRASTRUCTURE 1 MEMBERS GENERAL MEETING

8. SPARK INFRASTRUCTURE 2 MEMBERS SCHEME MEETING

QUESTIONS AND GENERAL DISCUSSION

NOTE SCHEME MEETING RESOLUTION



“That, subject to each other Restructure Resolution (other than those relating to Spark International) being passed, pursuant to section 411(4) of the Corporations Act, the scheme of arrangement proposed to be made between Spark RE and each holder of Loan Notes, designated the “Note Scheme”, as more particularly set out in the Explanatory Memorandum (of which this notice of Note Scheme Meeting forms part), is agreed to, with or without modification as approved by the Court.”

Resolution must be approved by a majority in number of holders of Loan Notes present and voting (either in person or by proxy) and whose Loan Notes represent at least 75% of the total amount outstanding on the Loan Notes of the holders present and voting (either in person or by proxy)

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SCHEME MEETINGS AND EXTRAORDINARY GENERAL MEETINGS



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4. SPARK INFRASTRUCTURE TRUST UNITHOLDERS GENERAL MEETING

5. SPARK INFRASTRUCTURE LOAN NOTE HOLDERS GENERAL MEETING

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- RESOLUTION 2

6. SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING

- RESOLUTION 1

- RESOLUTION 2

- RESOLUTION 3

7. SPARK INFRASTRUCTURE 1 MEMBERS GENERAL MEETING

8. SPARK INFRASTRUCTURE 2 MEMBERS SCHEME MEETING

QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE 1 MEMBER SCHEME MEETING RESOLUTION



“That, subject to each other Restructure Resolution (other than those relating to Spark International) being passed, pursuant to section 411(4) of the Corporations Act, the scheme of arrangement proposed to be made between Spark Holdings 1 and each holder of Spark Holdings 1 ordinary shares, designated the “Spark Holdings 1 Member Scheme” or the “Spark 1 Scheme”, as more particularly set out in the Explanatory Memorandum (of which this notice of Spark Holdings 1 Member Scheme Meeting forms part), is agreed to, with or without modification as approved by the Court.”

Resolution must be approved by a majority in number of the Spark Infrastructure 1 ordinary shareholders present and voting (either in person or by proxy) and by at least 75% of the votes cast approving the resolution

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SCHEME MEETINGS AND EXTRAORDINARY GENERAL MEETINGS



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 - RESOLUTION 2
6. SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING
 - RESOLUTION 1
 - RESOLUTION 2
 - RESOLUTION 3
7. SPARK INFRASTRUCTURE 1 MEMBERS GENERAL MEETING
8. SPARK INFRASTRUCTURE 2 MEMBERS SCHEME MEETING

QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE 2 MEMBER SCHEME MEETING RESOLUTION



“That, subject to each other Restructure Resolution (other than those relating to Spark International) being passed, pursuant to section 411(4) of the Corporations Act, the scheme of arrangement proposed to be made between Spark Holdings 2 and each holder of Spark Holdings 2 ordinary shares, designated the “Spark Holdings 2 Member Scheme” or the “Spark 2 Scheme”, as more particularly set out in the Explanatory Memorandum (of which this notice of Spark Holdings 2 Member Scheme Meeting forms part), is agreed to, with or without modification as approved by the Court.”

Resolution must be approved by a majority in number of the Spark Infrastructure 2 ordinary shareholders present and voting (either in person or by proxy) and by at least 75% of the votes cast approving the resolution

STATUS OF PROXIES SCHEME MEETINGS



NOTE SCHEME MEETING

Proxy votes	For	Against	Open/usable	Abstain	Total
Securityholders by number	1,135	144	633	20	1,932
Securities voted	688,545,251	23,478,466	13,848,786	5,231,791	731,104,294
Available votes (%)	94.86	3.23	1.91	-	100%

SPARK INFRASTRUCTURE 1 MEMBER SCHEME MEETING

Proxy votes	For	Against	Open/usable	Abstain	Total
Securityholders by number	1,145	139	628	20	1,932
Securities voted	694,508,088	17,530,120	13,811,307	5,254,779	731,104,294
Available votes (%)	95.68	2.42	1.9	-	100%

SPARK INFRASTRUCTURE 2 MEMBER SCHEME MEETING

Proxy votes	For	Against	Open/usable	Abstain	Total
Securityholders by number	1,136	144	632	20	1,932
Securities voted	694,439,500	17,589,252	13,855,358	5,220,184	731,104,294
Available votes (%)	95.67	2.42	1.91	-	100%

SCHEME MEETINGS TALLYING OF VOTES



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SCHEME MEETINGS AND EXTRAORDINARY GENERAL MEETINGS



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4. SPARK INFRASTRUCTURE TRUST UNITHOLDERS GENERAL MEETING

5. SPARK INFRASTRUCTURE LOAN NOTE HOLDERS GENERAL MEETING

- RESOLUTION 1
- RESOLUTION 2

6. SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING

- RESOLUTION 1
- RESOLUTION 2
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7. SPARK INFRASTRUCTURE 1 MEMBERS GENERAL MEETING

8. SPARK INFRASTRUCTURE 2 MEMBERS SCHEME MEETING

QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE TRUST UNITHOLDERS GENERAL MEETING RESOLUTION



“That, subject to each other Restructure Resolution (other than those relating to Spark International) being passed, the amendments to the constitution of Spark Trust set out in the supplemental deeds in the form tabled and signed for identification by the chairman at the meeting are approved and that Spark RE is authorised to execute and lodge with ASIC the supplemental deeds to give effect to the proposed amendments of the Spark Trust constitution”

Resolution must be approved by at least 75% of the votes cast on the resolution by Securityholders entitled to vote on the resolution

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 - RESOLUTION 2
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QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE LOAN NOTE HOLDERS GENERAL MEETING RESOLUTION 1



“That, subject to each other Restructure Resolution (other than those relating to Spark International) being passed, the amendments to the Loan Note Trust Deed set out in the supplemental deeds in the form tabled and signed for identification by the chairman at the meeting are approved and that the Spark RE as responsible entity of the Spark Trust and Australian Executor Trustees Limited as the Note Trustee are authorised to execute the supplemental deeds to give effect to the proposed amendments of the Loan Note Trust Deed.”

Resolution must be approved by at least 75% of the votes cast on the resolution by Securityholders entitled to vote on the resolution

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QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE LOAN NOTE HOLDERS GENERAL MEETING RESOLUTION 2



“That, subject to each other Restructure Resolution (other than those relating to Spark International) being passed, Australian Executor Trustees Limited as the Note Trustee is directed to execute supplemental deeds to give effect to the proposed amendments of the Loan Note Trust Deed and to do all things necessary or desirable to give effect to or incidental to the Restructure, the resolutions and the amendments to the Loan Note Trust Deed.”

Resolution must be approved by at least 75% of the votes cast on the resolution by Securityholders entitled to vote on the resolution

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SCHEME MEETINGS AND EXTRAORDINARY GENERAL MEETINGS



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QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING RESOLUTION 1



“That, subject to each other Restructure Resolution (including those relating to Spark International) being passed, the amendment, restatement and replacement in their entirety of the Memorandum and Articles of Association of Spark International by the Amended and Restated Memorandum and Articles of Association of Spark International tabled and signed for identification by the Chairman at the meeting are approved, all amendments contemplated thereby (including without limitation, the variation of rights attaching to the ordinary shares and the special share contemplated thereby) and the adoption of the Amended and Restated Memorandum and Articles of Association as the Memorandum and Articles of Association of Spark International are approved.”

Resolution must be approved by at least 75% of the votes cast on the resolution by Securityholders entitled to vote on the resolution

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SCHEME MEETINGS AND EXTRAORDINARY GENERAL MEETINGS



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QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING RESOLUTION 2



“That, subject to each other Restructure Resolution (including those relating to Spark International) being passed, upon the filing of the Amended and Restated Memorandum and Articles of Association of Spark International with the Registrar of Companies in The Bahamas, the redemption by Spark International of its ordinary shares held by CHESSE Depository Nominees Pty Limited for nil consideration on the terms contained in the Amended and Restated Memorandum and Articles of Association of Spark International, and the corresponding cancellation of CHESSE depository interests issued by CHESSE Depository Nominees Pty Limited in respect of the ordinary shares are so redeemed, are approved, agreed and consented to for all purposes.”

Resolution must be approved by at least 75% of the votes cast on the resolution by Securityholders entitled to vote on the resolution

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6. SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING

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7. SPARK INFRASTRUCTURE 1 MEMBERS GENERAL MEETING
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QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING RESOLUTION 3



“That, subject to each other Restructure Resolution (including those relating to Spark International) being passed, the CHESD Depository Nominees Pty Limited as the sole holder of the ordinary shares of Spark International (either itself or through Spark International as its attorney) is authorised and directed to sign or approve all necessary or desirable resolutions and consents corresponding to the resolutions above and to do all things necessary or desirable to give effect to or incidental to the Restructure, the resolutions contained herein and the proposed amendment and restatement of the Memorandum and Articles of Association of Spark International.”

Resolution must be approved by at least 75% of the votes cast on the resolution by Securityholders entitled to vote on the resolution

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QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE 1 MEMBERS GENERAL MEETING RESOLUTION



“That, subject to each other Restructure Resolution (other than those relating to Spark International) being passed, the amendments to the constitution of Spark Holdings 1 set out in the amended and restated constitution tabled and signed for identification by the Chairman at the meeting are approved.”

Resolution must be approved by at least 75% of the votes cast on the resolution by Securityholders entitled to vote on the resolution

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SCHEME MEETINGS AND EXTRAORDINARY GENERAL MEETINGS



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QUESTIONS AND GENERAL DISCUSSION

SPARK INFRASTRUCTURE 2 MEMBERS GENERAL MEETING RESOLUTION



“That, subject to each other Restructure Resolution (other than those relating to Spark International) being passed, the amendments to the constitution of Spark Holdings 2 set out in the amended and restated constitution tabled and signed for identification by the Chairman at the meeting are approved.”

Resolution must be approved by at least 75% of the votes cast on the resolution by Securityholders entitled to vote on the resolution

STATUS OF PROXIES

EXTRAORDINARY GENERAL MEETINGS



SPARK INFRASTRUCTURE TRUST UNITHOLDERS GENERAL MEETING¹

Proxy votes	For	Against	Open/usable	Abstain	Total
Resolution	6,840,538	48,461	139,176	52,453	7,080,628
Available votes (%)	97.33	0.69	1.98	-	100%

SPARK INFRASTRUCTURE LOAN NOTE HOLDERS GENERAL MEETING¹

Proxy votes	For	Against	Open/usable	Abstain	Total
Resolution 1	855,054,516	6,071,060	17,456,376	6,548,825	885,130,777
Available votes (%)	97.32	0.69	1.99	-	100%

SPARK INFRASTRUCTURE LOAN NOTE HOLDERS GENERAL MEETING¹

Proxy votes	For	Against	Open/usable	Abstain	Total
Resolution 2	854,774,632	6,076,437	17,666,804	6,612,904	885,130,777
Available votes (%)	97.30	0.69	2.01	-	100%

SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING

Proxy votes	For	Against	Open/usable	Abstain	Total
Resolution 1	683,934,407	4,826,059	14,122,688	5,221,717	708,104,871
Available votes (%)	97.30	0.69	2.01	-	100%

1. Adjusted to take into consideration the unit price of \$0.01 and note value of \$1.25

STATUS OF PROXIES

EXTRAORDINARY GENERAL MEETINGS



SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING

Proxy votes	For	Against	Open/usable	Abstain	Total
Resolution 2	683,915,537	4,748,635	14,120,789	5,319,910	708,104,871
Available votes (%)	97.31	0.68	2.01	-	100%

SPARK INFRASTRUCTURE INTERNATIONAL GENERAL MEETING

Proxy votes	For	Against	Open/usable	Abstain	Total
Resolution 3	683,838,355	4,845,837	14,208,574	5,212,105	708,104,871
Available votes (%)	97.29	0.69	2.02	-	100%

SPARK INFRASTRUCTURE 1 MEMBERS GENERAL MEETING

Proxy votes	For	Against	Open/usable	Abstain	Total
Resolution	683,863,200	4,850,458	14,167,692	5,223,521	708,104,871
Available votes (%)	97.29	0.69	2.02	-	100%

SPARK INFRASTRUCTURE 2 MEMBERS GENERAL MEETING

Proxy votes	For	Against	Open/usable	Abstain	Total
Resolution	683,821,550	4,863,759	14,195,636	5,223,926	708,104,871
Available votes (%)	97.29	0.69	2.02	-	100%

QUESTIONS AND GENERAL DISCUSSION



CLOSE



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