

## ASX Release

15 March 2011

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### RESULTS OF ALINTA ENERGY EXTRAORDINARY GENERAL MEETINGS HELD TODAY

Alinta Energy (ASX:AEJ) announces the results of voting on the resolutions put to its Extraordinary General Meeting of securityholders today, 15 March 2011, as outlined below.

#### **Business Item 1: Motion to Change Original Resolutions to Updated Resolutions – Alinta Energy Limited (in respect of Original Resolutions 1 & 6) and the Alinta Energy Trust (in respect of Original Resolution 6)**

##### Updated Resolution 1

To consider, and if thought fit, to pass the following resolution as an ordinary resolution of shareholders of AEL:

That the Resolution 1 to be put to the meeting be modified and put in the following form:

That for the purposes of ASX Listing Rule 11.2 and for all other purposes, approval is given for Alinta Energy Limited to dispose of the Transferring Assets (as described in Section 5.2 of the Explanatory Memorandum accompanying the Notice of Securityholders' Meetings convening the meetings) as contemplated by the Creditors' Schemes described in the Explanatory Memorandum accompanying the Notice of Securityholders' Meetings convening the meetings.

##### Updated Resolution 6

To consider, and if thought fit, to pass the following resolution as an ordinary resolution of shareholders of AEL and unitholders of AET:

That the Resolution 6 to be put to the meeting be modified and put in the following form:

That, conditional on the orders of the Supreme Court of NSW approving the Creditors' Schemes (as defined and described in the Explanatory Memorandum accompanying the Notice of Securityholders' Meeting convening the meetings) coming into effect pursuant to Section 411(10) of the Corporations Act:

- (a) AEL will be delisted from the Australian Stock Exchange; and
- (b) AET will be delisted from the Australian Stock Exchange,

in each case, with effect from a date selected by its then current directors, which date will be no earlier than one month after the date on which this resolution is passed.

Votes where the proxy was directed to vote in favour	301,374,468
Votes where the proxy was directed to vote against	24,705,886
Votes where the proxy may exercise discretion how to vote	9,501,248
<b>TOTAL AVAILABLE VOTES</b>	<b>335,581,602</b>

\*There were 361,390 proxy votes which were directed to abstain from voting.

**The result of voting on the motion to change the Original Resolutions to the Updated Resolutions was that the resolution was passed on a show of hands.**

**Business Item B1: Approval of the Disposal of Alinta Energy Group’s Main Undertaking – Alinta Energy Limited**

That for the purposes of ASX Listing Rule 11.2 and for all other purposes, approval is given for Alinta Energy Limited to dispose of the Transferring Assets (as described in Section 5.2 of the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings) as contemplated by the Creditors’ Schemes described in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings.

Votes which were cast in person or by proxy on a poll in favour	326,601,381
Votes which were cast in person or by proxy on a poll against	10,559,239
<b>TOTAL AVAILABLE VOTES</b>	<b>337,160,620</b>

\*There were 222,197 proxy votes which were directed to abstain from voting.

**The result of voting on resolution B1 was that the resolution was passed on a poll.**

**Business Item B2: Destapling of AEL Shares from AET Units – Alinta Energy Limited and the Alinta Energy Trust**

That, conditional on:

- (a) all other resolutions set out in the Notice of Securityholders’ Meetings (other than “resolution 6”, “resolution 7”, “resolution 8” and “resolution 9”) being passed; and
- (b) the orders of the Supreme Court of NSW approving the Creditors’ Schemes (as defined and described in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings) coming into effect pursuant to section 411(10) of the Corporations Act 2001 (Cth), the Units in the Alinta Energy Trust and the Shares in Alinta Energy Limited are no longer stapled to each other, effective on and from the Trust Scheme Implementation Date (as defined in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings).

Votes which were cast in person or by proxy on a poll in favour	339,071,231
Votes which were cast in person or by proxy on a poll against	10,383,864
<b>TOTAL AVAILABLE VOTES</b>	<b>349,455,095</b>

\*There were 215,721 proxy votes which were directed to abstain from voting.

**The result of voting on resolution B2 was that the resolution was passed on a poll. The resolution was a special resolution and as such required at least 75% of the votes cast by members entitled to vote to be in favour.**

**Business Item B3: Amendment of AET Constitution – Alinta Energy Trust**

That, conditional on:

- (a) all other resolutions set out in the Notice of Securityholders’ Meetings (other than “resolution 6”, “resolution 7”, “resolution 8” and “resolution 9”) being passed; and
- (b) the orders of the Supreme Court of NSW approving the Creditors’ Schemes (as defined and described in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings) coming into effect pursuant to section 411(10) of the Corporations Act,

the constitution of Alinta Energy Trust (“Constitution”) be amended in accordance with the provisions of the supplemental deed poll in the form tabled at the meetings (and annexed to the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings) and initialled by the Chairman for the purposes of identification (“Supplemental Deed Poll”), and that Alinta Energy Services Limited is authorised to execute the Supplemental Deed Poll and lodge it with the Australian Securities and Investments Commission to give effect to the amendments to the Constitution.

Votes which were cast in person or by proxy on a poll in favour	339,171,650
Votes which were cast in person or by proxy on a poll against	9,684,191
<b>TOTAL AVAILABLE VOTES</b>	<b>348,855,841</b>

\*There were 835,107 proxy votes which were directed to abstain from voting.

**The result of voting on resolution B3 was that the resolution was passed on a poll. The resolution was a special resolution and as such required at least 75% of the votes cast by members entitled to vote to be in favour.**

**Business Item B4: Approval of the Acquisition of AET Units by AFA – Alinta Energy Trust**

That, conditional on:

- (a) all other resolutions set out in the Notice of Securityholders’ Meetings (other than “resolution 6”, “resolution 7”, “resolution 8” and “resolution 9”) being passed; and
  - (b) the orders of the Supreme Court of NSW approving the Creditors’ Schemes (as defined and described in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings) coming into effect pursuant to section 411(10) of the Corporations Act,
- and for the purposes of section 611 item 7 of the Corporations Act, the Unitholders of the Alinta Energy Trust approve the acquisition of all the Units of the Alinta Energy Trust by Alinta Finance Australia Pty Ltd as contemplated by the Proposal described in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meeting.

Votes which were cast in person or by proxy on a poll in favour	338,820,010
Votes which were cast in person or by proxy on a poll against	10,628,214
<b>TOTAL AVAILABLE VOTES</b>	<b>349,448,224</b>

\*There were 239,963 proxy votes which were directed to abstain from voting.

**The result of voting on resolution B4 was that the resolution was passed on a poll.**

**Business Item B5: Change of Name & Constitution – Alinta Energy Limited**

That, conditional on:

- (a) all other resolutions set out in the Notice of Securityholders’ Meetings (other than “resolution 6”, “resolution 7”, “resolution 8” and “resolution 9”) being passed by their requisite majorities; and
  - (b) the orders of the Supreme Court of NSW approving the Creditors’ Schemes (as defined and described in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings) coming into effect pursuant to section 411(10) of the Corporations Act,
- and for the purposes of section 157(1) of the Corporations Act and for all other purposes, the name of AEL be changed to “Redbank Energy Limited” with effect from the date that the Australian Securities and Investments

Commission alters the details of the registration in accordance with the Corporations Act and that the AEL Constitution is amended accordingly.

Votes which were cast in person or by proxy on a poll in favour	339,475,237
Votes which were cast in person or by proxy on a poll against	9,939,588
<b>TOTAL AVAILABLE VOTES</b>	<b>349,414,825</b>

\*There were 265,951 proxy votes which were directed to abstain from voting.

**The result of voting on resolution B5 was that the resolution was passed on a poll. The resolution was a special resolution and as such required at least 75% of the votes cast by members entitled to vote to be in favour.**

**Business Item B6: Delisting of Alinta Energy – Alinta Energy Limited and the Alinta Energy Trust**

That, conditional on the orders of the Supreme Court of NSW approving the Creditors’ Schemes (as defined and described in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meeting convening the meetings) coming into effect pursuant to Section 411(10) of the Corporations Act:

- (a) AEL will be delisted from the Australian Stock Exchange; and
- (b) AET will be delisted from the Australian Stock Exchange,

in each case, with effect from a date selected by its then current directors, which date will be no earlier than one month after the date on which this resolution is passed.

Votes which were cast in person or by proxy on a poll in favour	312,150,885
Votes which were cast in person or by proxy on a poll against	37,411,959
<b>TOTAL AVAILABLE VOTES</b>	<b>349,562,844</b>

\*There were 322,309 proxy votes which were directed to abstain from voting.

**The result of voting on resolution B6 was that the resolution was passed on a poll.**

**Business Item B7: Amendment of AEL Constitution – Alinta Energy Limited**

That, conditional on the Trust Scheme (as defined and described in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings) being implemented in accordance with its terms, the AEL Constitution is amended by replacing the number “4” in Article 7.1(a) with the number “3”.

Votes which were cast in person or by proxy on a poll in favour	338,586,569
Votes which were cast in person or by proxy on a poll against	11,094,829
<b>TOTAL AVAILABLE VOTES</b>	<b>349,681,398</b>

\*There were 210,623 proxy votes which were directed to abstain from voting.

**The result of voting on resolution B7 was that the resolution was passed on a poll. The resolution was a special resolution and as such required at least 75% of the votes cast by members entitled to vote to be in favour.**

**Business Item B8: Approval for Share Consolidation – Alinta Energy Limited**

That, conditional on the Trust Scheme (as defined and described in the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings) being implemented in accordance with its terms, holders of AEL fully paid ordinary Shares on the record date that is 14 days after the date on which the Trust Scheme is so implemented (or such other date as determined by the directors of AEL) will have their shareholding consolidated such that:

- (a) every 1,000 AEL fully paid ordinary Shares will be consolidated into one AEL fully paid ordinary Share; and
- (b) where the consolidation of AEL’s Share capital results in a Shareholder having a fractional entitlement to an AEL ordinary fully paid Share, that fractional entitlement will be rounded down to the next whole number or zero (as applicable).

Votes which were cast in person or by proxy on a poll in favour	314,080,637
Votes which were cast in person or by proxy on a poll against	35,591,482
<b>TOTAL AVAILABLE VOTES</b>	<b>349,592,119</b>

\*There were 245,309 proxy votes which were directed to abstain from voting.

**The result of voting on resolution B8 was that the resolution was passed on a poll.**

**Business Item B9: Financial Assistance – Alinta Energy Limited**

That AEL’s Shareholders:

- (a) approve for all purposes, including without limitation, section 260B(2) of the Corporations Act, the giving of any financial assistance by:
  - (i) Alinta Holdings Pty Limited and its subsidiaries in connection with the issuing of shares in return for the repayment or satisfaction (including, in each case, by way of set off) or forgiveness of all or a portion (“Equitisation”) (if any) of the intra-group loan arrangements between Alinta Holdings Pty Limited (as borrower) and AEL (as lender);
  - (ii) Alinta Finance Australia Pty Limited and its subsidiaries in connection with the Equitisation (if any) of the intra-group loan arrangements between Alinta Finance Australia Pty Limited (as borrower) and Alinta Holdings Pty Limited (as lender);
  - (iii) NPP Redbank LLC, and its subsidiaries in connection with the Equitisation (if any) of the intra-group loan arrangements between NPP Redbank LLC (as borrower) and Alinta Holdings Pty Limited (as lender);
  - (iv) NPP Redbank 2 LLC, and its subsidiaries in connection with the Equitisation (if any) of the intra-group loan arrangements between NPP Redbank 2 LLC (as borrower) and Alinta Holdings Pty Limited (as lender); and
  - (v) Alinta Redbank Pty Ltd, and its subsidiaries in connection with the Equitisation (if any) of the intra-group loan arrangements between Alinta Redbank Pty Ltd (as borrower) and Alinta Holdings Pty Limited (as lender),
 including, in each case, without limitation, by the repayment or satisfaction (including, in each case, by set off) or forgiveness of all or any portion of, amendment to or other dealing with the intra-group indebtedness and as otherwise described in Section 9.5 of the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings, in connection with the issue of Shares by the applicable borrower; and
- (b) approve for all purposes Alinta Holdings Pty Limited, Alinta Finance Australia Pty Limited and their respective subsidiaries from time to time each entering into, and giving effect to, any documentation and transactions comprising or otherwise connected with any financial assistance described above or in Section 9.5 of the Explanatory Memorandum accompanying the Notice of Securityholders’ Meetings convening the meetings.

Votes which were cast in person or by proxy on a poll in favour	338,192,114
Votes which were cast in person or by proxy on a poll against	11,357,392
<b>TOTAL AVAILABLE VOTES</b>	<b>349,549,506</b>

\*There were 414,893 proxy votes which were directed to abstain from voting.

**The result of voting on resolution B9 was that the resolution was passed on a poll. The resolution was a special resolution and as such required at least 75% of the votes cast by members entitled to vote to be in favour.**

## **ENDS**

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### **Further Information:**

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### **About Alinta Energy Group**

Alinta Energy Group (ASX: AEJ) is an integrated energy company, operating power generation businesses as well as providing gas and electricity to commercial, industrial and retail customers across Australia.