

Wednesday, 21 May 2014

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

Dear Sir / Madam

Institutional Placement completed

Please find attached a statement announcing the completion of the \$200 million placement to institutional securityholders associated with the acquisition of a 14.1% interest in Duet Group.

Yours faithfully,

Alexandra Finley Company Secretary



NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

ASX RELEASE

Wednesday, 21 May 2014

Completion of institutional placement

Spark Infrastructure Group (ASX: SKI) (Spark) announces the successful completion of its \$200 million institutional placement (Placement). The Placement was undertaken to partly fund Spark's acquisition of a 14.1% interest in Duet Group, announced on 20 May 2014.

Institutional investors will be issued 113,636,364 stapled securities under the Placement, at \$1.76 per stapled security, which represents a 6.4% discount to the last close price of \$1.88 and a 4.9% discount to the 5-day volume weighted average price of \$1.85.

"We are very pleased with the strong support the offer received from long term securityholders as well as from some new entrants to our register. Its completion above the underwritten floor price demonstrates both the strength of our securityholder base and the appeal of the opportunity", said Mr Rick Francis, Managing Director of Spark Infrastructure.

Settlement of the Placement will occur on 26 May 2014, with allotment to occur on 27 May 2014. All stapled securities issued under the Placement will rank equally with Spark's existing stapled securities and will be entitled to the full 2014 Half Year distribution of 5.75 cents per security, payable in September 2014.

Further Information:

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buyer", as defined under Rule 144A under the Securities Act ("QIB"), and a "qualified purchaser", as defined in section 2(a)(51) of the Investment Company Act ("QP"). Any U.S. Person who is not both a QIB and a QP (or any investor who holds New Securities for the account or benefit of any U.S. Person who is not both a QIB and a QP) is an "Excluded U.S. Person". Spark Infrastructure may require an investor to complete a statutory declaration as to whether they (or any person on whose account or benefit it holds New Securities) are an Excluded U.S. Person. Spark Infrastructure may treat any investor who does not comply with such a request as an Excluded U.S. Person. Spark Infrastructure has the right to: (i) refuse to register a transfer of New Securities to any Excluded U.S. Person; or (ii) require any Excluded U.S. Person to dispose of their New Securities; or (iii) if the Excluded U.S. Person does not do so within 30 business days, require the New Securities be sold by a nominee appointed by Spark Infrastructure. To monitor compliance with these foreign ownership products and put in place certain additional monitoring procedures. The New Securities may only be resold or transferred in regular brokered transactions on ASX in accordance with Regulation S under the Securities Act where neither such investor nor any person acting on its behalf knows, or has reason to know, that the sale has been pre-arranged with, or that the purchaser is, in the United States or a U.S. Person or is acting for the account or benefit of a person in the United States or a U.S. Person, in each case in an "offshore transaction" (as defined in Rule 902(h) under the Securities Act) in reliance on, and in compliance with, Regulation S under the Securities Act.