



HERBERT
SMITH
FREEHILLS

The Manager
Company Announcements Office
ASX Limited

15 January 2016
Matter 82444782

Dear Sir/Madam

**Takeover bid by Nitro Corporation Pty Ltd for Asciano Limited
Notice of Variation (extension of offer period)**

We act for Nitro Corporation Pty Ltd (the **Acquirer**) in relation to its off-market takeover offer for all the fully paid ordinary shares in Asciano Limited (**Asciano**).

Please see attached a formal notice of variation which was lodged with ASIC and Asciano today (and which will be sent to Asciano shareholders) that extends the offer period, together with a copy of the letter sent to Asciano shareholders accompanying the notice of variation.

Yours faithfully

Philippa Stone
Partner
Herbert Smith Freehills

+61 2 9225 5303
+61 416 225 576
philippa.stone@hsf.com

Jason Jordan
Senior Associate
Herbert Smith Freehills

+61 3 9288 1535
+61 423 499 095
jason.jordan@hsf.com

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Brookfield

Nitro Corporation Pty Ltd
ACN 607 605 701
Level 22
135 King Street
SYDNEY NSW 2000

GPO Box 172
Sydney NSW 2001

Telephone: +61 2 9322 2000
Facsimile: +61 2 9322 2001
www.brookfield.com

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MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

15 January 2016

Dear Shareholder

Extension of the offer by Nitro Corporation (an indirect subsidiary of Brookfield Infrastructure Partners L.P.)

Nitro Corporation Pty Ltd (the **Acquirer**) has extended the offer period under its takeover bid for all the fully paid ordinary shares in Asciano Limited (**Asciano**).

The offer is now scheduled to close at 7.00pm (Sydney time) on Friday, 29 January 2016.

A formal notice of variation required by the *Corporations Act 2001* (Cth) is enclosed.

If you have already accepted the Acquirer's offer you need not take any action. If you have not, I strongly urge you to accept the offer without delay.

If you have any queries in relation to how to accept the offer or any other matter relating to the takeover bid, please contact the Acquirer's offer information line on 1300 395 895 (within Australia) or +61 3 9415 4079 (outside Australia).

Yours faithfully



Stewart Upson
Director
Nitro Corporation Pty Ltd

A copy of this notice was lodged with ASIC on 15 January 2016. ASIC takes no responsibility for the contents of this notice.

Nitro Corporation Pty Ltd
Takeover offer for Asciano Limited

Notice of variation – Extension of offer period

To: Australian Securities and Investments Commission (ASIC)
ASX Limited
Asciano Limited (**Asciano**)

Each person to whom offers were made under the takeover bid referred to in this notice.

Nitro Corporation Pty Ltd ACN 607 605 701 (the **Acquirer**) gives notice that its takeover offers for all of the ordinary shares in Asciano contained in its replacement bidder's statement dated 10 December 2015 are varied by extending the period during which the offer will remain open so that the offer will now close at 7.00pm (Sydney time) on Friday, 29 January 2016.

Accordingly, the new date for the purposes of giving notice of the status of defeating conditions will be Friday, 22 January 2016.

As at the date of this notice, the offers have not been freed of the defeating conditions and, so far as the Acquirer knows, none of the conditions to the offers have been fulfilled.

DATED: 15 January 2016

Signed for and on behalf of
Nitro Corporation Pty Ltd by



Stewart Upson
Director