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Fax

SPN - Form 604 - Notice of change of interest of substantial holder

7 January 2014

Pages 19

To Market Announcements Office
Australian Securities Exchange
Fax 1300 135 638

Copy Company Secretary
SP AusNet
Fax 61 3 9695 6666

Please see attached.

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **SP Australia Networks (Transmission) Ltd (ACN 116 124 362)**
SP Australia Networks (Distribution) Ltd (ACN 108 788 245)
SP Australia Networks (RE) Ltd (ACN 109 977 371) as responsible entity for SP Australia (Finance) Trust (ARSN 116 783 914) (together, SPAusNet)

ACN/ARSN **See Above**

1. Details of substantial holder (1)

Name **Singapore Power International Pte Ltd and its associates (including the entities in Appendix A)**
ACN/ARSN (if applicable) **Not applicable**

There was a change in the interests of the substantial holder on

03/01/2014

The previous notice was given to the company on

22/06/2012

The previous notice was dated

22/06/2012

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled Securities	1,719,034,093	51.61%	1,053,234,802	31.10%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
03/01/2014	Singapore Power International Pte Ltd and the other entities whose names are in Appendix A (excluding Temasek Holdings (Private) Limited and its associates)	Off-market disposal of ordinary stapled securities by Singapore Power International Pte Ltd pursuant to a securities sale agreement dated 16 May 2013 included with the notice of initial substantial holder lodged on 17 May 2013 and Appendix B	\$824,000,000	673,934,809 ordinary stapled securities	673,934,809

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
23/12/2013	Singapore Power International Pte Ltd and the other entities whose names are in Appendix A (excluding Temasek Holdings (Private) Limited and its associates)	Acquisition of stapled securities by way of participation in distribution reinvestment plan	\$6,030,133.10	5,243,594 ordinary stapled securities	5,243,594
28/06/2013	Singapore Power International Pte Ltd and the other entities whose names are in Appendix A (excluding Temasek Holdings (Private) Limited and its associates)	Acquisition of stapled securities by way of participation in distribution reinvestment plan	\$5,285,254.22	4,479,029 ordinary stapled securities	4,479,029
21/12/2012	Singapore Power International Pte Ltd and the other entities whose names are in Appendix A (excluding Temasek Holdings (Private) Limited and its associates)	Acquisition of stapled securities by way of participation in distribution reinvestment plan	\$14,952,739.20	14,240,704 ordinary stapled securities	14,240,704
29/06/2012	Singapore Power International Pte Ltd and the other entities whose names are in Appendix A (excluding Temasek Holdings (Private) Limited and its associates)	Acquisition of stapled securities by way of participation in distribution reinvestment plan	\$4,619,175.41	4,573,441 ordinary stapled securities	4,573,441
Please refer to Appendix C for changes in the relevant interests of Temasek Holdings (Private Limited) and its associates (except Singapore Power International Pte Ltd and the other entities whose names are in Appendix A) since 22 June 2012.					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
See Appendix D	See Appendix D	See Appendix D	See Appendix D	See Appendix D	See Appendix D

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
See Appendix E	See Appendix E

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
See Appendix A	See Appendix A

Signature

print name LIM Lay Hong

capacity Director

sign here



date 7 January 2014

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Appendix A to Form 604

Substantial holder: Singapore Power International Pte Ltd and its associates (including Temasek Holdings (Private) Limited).

Company Name/ Scheme: SP Australia Networks (Transmission) Ltd, SP Australia Networks (Distribution) Ltd and SP Australia Networks (RE) Ltd as the responsible entity for SP Australia Networks (Finance) Trust (together, SPAusNet).

1. Details of Substantial holder.

Name	Registered Address
Singapore Power International Pte Ltd	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
Temasek Holdings (Private) Limited and its associates (except Singapore Power International Pte Ltd and the other entities whose names are in this Appendix A)	60B Orchard Road, #06-18 Tower 2 The Atrium@Orchard, Singapore 238891
Laverton North Power Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
SPI Management Services Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
Enterprise Business Services (Australia) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Singapore Power Limited	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
SP PowerGrid Limited	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
SP PowerAssets Limited	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
SP Services Limited	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
PowerGas Limited	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
PowerGrid Limited	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
SP eResources Pte Ltd	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
SP Telecommunications Pte Ltd	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
SP Capital Limited	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
SP Training and Consultancy Company Pte. Ltd.	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
Power Automation Pte Ltd	28 Ayer Rajah Crescent #05-02/03, Singapore 139959
Singapore District Cooling Pte Ltd	460 Alexandra Road #15-01A PSA Building, Singapore 119963
Singapore LNG Terminal Pte. Ltd.	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
SPT Net Pte. Ltd.	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117438
SP Global Solutions Pte. Ltd.	10 Pasir Panjang Road #03-01 Singapore 117438

Name	Registered Address
Haigsville Investment Ltd	TrustNet (British Virgin Islands) Limited, TrustNet Chambers, P.O. Box 3444, Road Town, Tortola, BVI
SPI Energy Investments Pte Ltd	10 Pasir Panjang Road #03-01 Mapletree Business City Singapore 117436
SP (Belgium) Holdings SA	Rue Royale 97 (4th Floor), 1000 Brussels, Belgium
Jemena New Zealand Limited (Under liquidation)	Bell Gully Level 21, 171 Featherston Street Wellington 6011 New Zealand

Appendix B to Form 604

Return your information:

By Mail:
 Computershare Investor Services Pty Limited
 GPO Box 2975 Melbourne
 Victoria 3001 Australia

Enquiries:

 (within Australia) 1300 850 605
 (international) 61 3 9418 4000

 www.investorcentre.com/contact

Registered Name(s)

Registered Address

Securityholder Reference Number (SRN)

Use a black pen.
 Print in CAPITAL letters.

Please read the following instructions carefully before completing this form

The Standard Transfer Form you requested is included in this booklet. It is important that the Transfer Form is accurate and complete and all requirements have been met to avoid the form being returned to you for correction or further action.

When should you NOT use this form?

Do not use this form if you are buying/selling/transferring broker sponsored/CHESSE securities. You must contact your broker to perform this transaction. To check whether you have a broker sponsored/CHESSE holding, you should look at your Holder Identification Number. If the number begins with an "X" or "L" you will need to contact your broker.

What to do if you hold certificates

If the holding is certificated, please enclose the original certificate(s) with the transfer form when it is returned for registration. If the original certificate(s) are not provided, the transfer may be refused.

If you are unable to locate your certificates please contact Computershare on the above number.

Stamp Duty requirements for unlisted securities

If the securities being transferred are not listed on the Australian Securities Exchange (or other recognised exchange), Stamp Duty may be payable. We understand Stamp Duty is only payable in New South Wales and South Australia, however you should confirm this. Assessment and payment of stamp duty (if applicable) must be made prior to sending the transfer form to Computershare.

Do you need to complete more than one Transfer Form?

You must complete and return a separate Transfer Form for each class of security and each registered holding. For example, if you are transferring ordinary fully paid shares and also options, you will require two transfer forms.

How do I complete the form?

Carefully read and follow the instructions for Sections A, B and C when completing the form.

What if I make a mistake when I'm completing the form?

If you make any alteration to the form, it MUST be Initialed by both the Seller(s) and the Buyer(s). If you increase the amount of securities being transferred or you use correction fluid or tape, we cannot accept the transfer, even if it has been Initialed. You will need to complete a new Transfer Form.

Who do I contact if I need help with completing the Transfer Form?

You can complete the form online via our website at www.investorcentre.com by clicking on Forms. Our electronic transfer form will guide you through the process step by step. Alternatively, you can contact Computershare on the above number.

Where do I return the form?

The original transfer form must be returned to Computershare. We cannot accept a copy, fax or email, so return it by post to the address above. **DO NOT DETACH** any part of this form. All pages must be returned. If all pages are not returned, we may not be able to register the transfer.

Your checklist – what you need to do to complete this form

Section A Follow the instructions in Section A carefully to complete the Transfer Form.

Section B For security validation purposes the seller(s) must provide copies of originally certified documentation to verify their identity. Section B outlines documentation that must be returned depending on the type of holding and the registered details of the seller(s) and instructions to certify documents.

Section A - Completing the transfer form.

Please use block letters and black or blue pen when completing this form, where relevant

- 1** **Details of Issuer**
Full Name of Company/Trust in which Securities are held - The full name of the company or trust in which the securities being transferred or sold are held.
ASX Code for the Company/Trust - Please enter the three (3) letter Australian Securities Exchange (ASX) code, if the security is listed on the ASX.
State or Territory of Registration - The State in which the company or trust is registered. This can usually be found on documentation relating to the securityholding.
- 2** **Description of Securities**
Class - for example Fully Paid Ordinary Shares, Unsecured Convertible Notes, Options and applicable expiry date, Partly Paid Shares, Units etc.
If not fully paid, paid to - Only complete this section if securities are partly paid.
- 3** **Quantity of Securities**
The number of securities being transferred (amount both in words and figures)
- 4** **Consideration - value of transfer**
The consideration paid for the securities or otherwise the approximate market value of the securities on the date of transfer. The market price can be found in daily newspapers and at www.asx.com.au
Date of Transfer - Enter the date of purchase/transfer of the securities. This is the date the transfer has been effected between the Seller and Buyer.
- 5** **Full registered name(s) of Seller(s)/Transferor(s)**
Please enter the names of all securityholders as shown on related securityholder documentation such as a holding or dividend statement.
- 6** **Seller(s) Securityholder Reference Number (SRN)**
The transfer cannot be processed without the SRN. This can be found on the issuer sponsored holding statement.
- 7** **Full name(s) of Buyer(s)/Transferee(s)**
Please enter the full names of the person(s)/company acquiring the securities. There is a maximum of (3) joint holders. Securities cannot be registered in an unincorporated trading name/business or in the name of a trust, a superannuation fund, a minor, an estate or a deceased person's name. If transferred into an existing holding you must write the name (and address details) of the existing holding exactly as they currently appear on the register.
- 8** **Full postal address of Buyer(s)**
Please enter the address in full including the postcode. If transferring to an existing account, the address must match the current registration details exactly. Only one address may be recorded, irrespective of the number of buyers.
- 9** **Buyer(s) Securityholder Reference Number (SRN)**
If the Buyer is an existing holder of securities in this company please enter their SRN. This field should only be completed if applicable.
- 10 11** **Signing Requirements - Both Seller(s) and Buyer(s)**
It is important that the Transfer Form is signed correctly. Please follow the instructions below carefully to avoid it being returned to you for correction/further action
Signing Requirements based on the capacity of the Seller(s) and Buyer(s)
The signing requirements vary depending on the capacity of both the Seller(s) and Buyer(s). They are as follows:

Individual:	where the holding is in one name, the securityholder must sign.
Joint Holding:	where the holding is in more than one name, all of the securityholders must sign.
Power of Attorney:	to sign as Power of Attorney (POA), you must have already lodged the POA with the registry. Alternatively, attach an original certified copy of the POA to this form.
Companies:	either two Directors OR a Director and Secretary OR a Sole Director and Sole Company Secretary OR a Sole Director (if no Company Secretary exists) must sign (in accordance with the Corporations Act).
Overseas companies:	companies incorporated outside Australia must sign as above, or provide documentation showing that the company can sign in an alternate manner.
Deceased Estates:	when the holding is in the name of an estate, all executor(s)/administrator(s) are required to sign. When the executors and beneficiaries are the same people, they will need to sign as seller and buyer. Signing must also comply with any Probate requirements.

All Seller(s) and Buyer(s) must:

 - a. state the capacity in which they are signing by crossing out titles that are not applicable
 - b. sign in the appropriate boxes
 - c. enter the date on which the Transfer Form was signed
 - d. provide contact details in case we need to make contact with you about registration of the Transfer.

DO NOT DETACH



Standard Transfer Form

Please use block letters and black or blue pen when completing this form, where relevant

1	Details of issuer	Full Name of Company/Trust in which Securities are held SP AUSNET	ABX Code for the Company/Trust SPN	State or Territory of Registration VICTORIA			
2	Description of Securities	Class (for example Ordinary Fully Paid Shares, Options and applicable expiry date, etc.) ORDINARY STAPLED SECURITIES		If not fully paid, paid to: N/A			
3	Quantity of Securities	Amount in Words SIX HUNDRED AND SEVENTY THREE MILLION, NINE HUNDRED AND THIRTY FOUR THOUSAND, EIGHT HUNDRED AND NINE		Figures 673,934,809			
4	Consideration - value of transfer	\$ 824,000,000.00		Date of Transfer 3/2/14			
5	Full registered name(s) of Seller(s)/ Transferor(s)	Title Given name(s)/Company name/Estate name Surname SINGAPORE POWER INTERNATIONAL PTE LTD					
6	Seller(s) Securityholder Reference Number	SRN (must be quoted) 1 0 0 7 0 0 0 7 2 8 2					
Buyer must be a legal entity. Please refer to Section A.	7	Full name(s) of Buyer(s)/ Transferor(s)	Title Given name(s)/Company name Surname STAGE GRID INTERNATIONAL AUSTRALIA DEVELOPMENT COMPANY LIMITED				
	8	Full postal address of Buyer(s)	ROOM 1304, GREAT EAGLE CENTRE, 23 HARBOUR ROAD, WAN CHAI, HONG KONG Postcode Country HONG KONG				
9	Buyer(s) Securityholder Reference Number	SRN (if transferring to an existing account) 					
We the registered holder(s) and undersigned seller(s) for the above consideration do hereby transfer to the above named hereinafter called the buyer(s) the securities as specified above standing in my/our name(s) in the books of the above company, subject to the several conditions on which I/we held the same at the time of signing hereof and I/we the buyer(s) do hereby agree to accept the said securities subject to the same conditions. We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed (if applicable).							
Please ensure you sign in the box matching to your capacity. Important: Full signing requirements in Section A.	10	All Seller(s) must sign here	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 33%; border: 1px solid black; text-align: center;"> Director LIM LAY HONG Names of Signatory 1 (please print) Date: 3/2/2014 Contact Name: HELEN TAY Daytime Phone Number: +65 6378 8125 Email Address: helentay@singaporepower.com.sg </td> <td style="width: 33%; border: 1px solid black; text-align: center;"> Director/Company Secretary (cross out titles as applicable) LIM HOWE RUN Names of Signatory 2 (please print) HELEN TAY </td> <td style="width: 33%; border: 1px solid black; text-align: center;"> Sole Director and Sole Company Secretary/ Sole Director (no Company Secretary) (cross out titles as applicable) Names of Signatory 3 (please print) </td> </tr> </table>		 Director LIM LAY HONG Names of Signatory 1 (please print) Date: 3/2/2014 Contact Name: HELEN TAY Daytime Phone Number: +65 6378 8125 Email Address: helentay@singaporepower.com.sg	 Director/Company Secretary (cross out titles as applicable) LIM HOWE RUN Names of Signatory 2 (please print) HELEN TAY	 Sole Director and Sole Company Secretary/ Sole Director (no Company Secretary) (cross out titles as applicable) Names of Signatory 3 (please print)
	 Director LIM LAY HONG Names of Signatory 1 (please print) Date: 3/2/2014 Contact Name: HELEN TAY Daytime Phone Number: +65 6378 8125 Email Address: helentay@singaporepower.com.sg	 Director/Company Secretary (cross out titles as applicable) LIM HOWE RUN Names of Signatory 2 (please print) HELEN TAY	 Sole Director and Sole Company Secretary/ Sole Director (no Company Secretary) (cross out titles as applicable) Names of Signatory 3 (please print)				
11	All Buyer(s) must sign here	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 33%; border: 1px solid black; text-align: center;"> Director ZHU Guangchao Names of Signatory 1 (please print) Date: 3/2/2014 Contact Name: EMIN ALTIPARMAK Daytime Phone Number: +61 3 9613 8510 Email Address: EMIN.ALTIPARMAK@ALLENS.COM.AU </td> <td style="width: 33%; border: 1px solid black; text-align: center;"> Director/Company Secretary (cross out titles as applicable) LI Ling Names of Signatory 2 (please print) </td> <td style="width: 33%; border: 1px solid black; text-align: center;"> Sole Director and Sole Company Secretary/ Sole Director (no Company Secretary) (cross out titles as applicable) Names of Signatory 3 (please print) </td> </tr> </table>		 Director ZHU Guangchao Names of Signatory 1 (please print) Date: 3/2/2014 Contact Name: EMIN ALTIPARMAK Daytime Phone Number: +61 3 9613 8510 Email Address: EMIN.ALTIPARMAK@ALLENS.COM.AU	 Director/Company Secretary (cross out titles as applicable) LI Ling Names of Signatory 2 (please print)	 Sole Director and Sole Company Secretary/ Sole Director (no Company Secretary) (cross out titles as applicable) Names of Signatory 3 (please print)	
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Section B - Documentation Requirements (these are only required to be submitted for the SELLER)

This section provides details of the documentation that must be returned with the transfer form depending on the type of holding and the registered details of the seller(s).

If you are unsure of the Identification Documentation requirements for your type of holding or you do not have the requested documents, please contact Computershare on 1300 850 605 or +61 3 9416 4000.

Holder Type	Holder Type Example	Identification Documents that MUST be provided
Individual	SAM SAMPLE OR SAM SAMPLE <SMITH FAMILY A/C>	> Original certified copy of current driver's license or passport
Joint	SAM SAMPLE + JANE SMITH OR SAM SAMPLE + JANE SMITH <SMITH FAMILY A/C>	> Original certified copy of current driver's license or passport for each registered holder
Company	ABC PTY LIMITED OR ABC PTY LIMITED <SMITH FAMILY A/C> ABC PLC OR ABC PLC <SMITH FAMILY A/C>	> Original certified copy of the most recent Company Statement issued by ASIC and original certified copy of current driver's license or passport for each Officeholder who has signed the transfer form. Please ensure that the Company Key on your Company Statement is masked so that it is not visible OR > Foreign registered companies must provide a document issued by the relevant foreign registration body outlining current Officeholders and original certified copy of current driver's license or passport for each Officeholder or joint holder who has signed the transfer form
<p>Important Note:</p> <p>Where the transfer form has been signed under Power of Attorney, the Power of Attorney must have already been lodged with Computershare or an original certified copy must be provided with the transfer form. Additionally, ALL required identification Documentation outlined above must be provided for the seller(s). If the seller(s) include a company, then Identification Documentation must be provided for any two of the Officeholders listed in the Company Statement or equivalent document (unless there is a Sole Director or Sole Director/Secretary in which case documentation for that Officeholder only is required).</p>		

This is how to certify a document

An authorised person must check and sign a copy of an original document to state that it is a valid document. The person certifying the photocopy must be authorised to do so under State/Territory law. These are some of the people who may certify photocopies:

- Legal Practitioner
- Chartered or certified practicing accountants
- Members of the police force
- Pharmacists
- Justice of the peace
- Legally qualified medical practitioners
- Managers of banks, building societies or credit unions

The person certifying the document must state their title, name and contact details (including telephone number).

The certification must state that the copy is a "true and correct" copy of the original document.

If the document has more than one page, the certification must either state the number of pages it relates to, or each page of the photocopy must be certified.

The signature of the person certifying the photocopy must be the original signature, and not photocopied.

IMPORTANT NOTICE

The documentation requirements in Section B are a reasonable measure to provide an assurance that the transfer form has been validly authorised by the seller. Computershare reserves the right to request additional information in circumstances where a transfer form has not been properly completed or where the transfer appears to be improper or unauthorised and to delay or refuse processing the transfer in those circumstances. However, Computershare's processing, accepting or registering a transfer is not equivalent to a guarantee or any assurance that the transfer is genuine, effective or has been authorised.

Privacy notice

Personal information is collected by Computershare for the purpose of conducting reasonable security checks and maintaining registers of securityholders as required or permitted by the Corporations Act 2001 and other legislation. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. It may also be used for the purpose of undertaking independent verification of the information provided. If you would like details of your personal information held by Computershare, or you would like to correct information that is inaccurate, incorrect or out of date, please contact Computershare using the details provided on the front of this form or e-mail privacy@computershare.com.au.

DO NOT DETACH

Appendix C to Form 604

Substantial holder: Singapore Power International Pte Ltd and its associates (including Temasek Holdings (Private) Limited).

Company Name/ Scheme: SP Australia Networks (Transmission) Ltd, SP Australia Networks (Distribution) Ltd and SP Australia Networks (RE) Ltd as the responsible entity for SP Australia Networks (Finance) Trust (together, SPAusNet).

Date of charge	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
31/12/2013	Temasek Holdings (Private) Limited and its associates	Error in trade (sell) by DBS Vickers Securities (Singapore) Pte Ltd	SGD1,962.49	(1,475)	(1,475)
31/12/2013	Temasek Holdings (Private) Limited and its associates	Error in trade (buy) by DBS Vickers Securities (Singapore) Pte Ltd	SGD1,963.23	1,475	1,475
29/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD429,443.20	(268,000)	(268,000)
28/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD7,900.00	(5,000)	(5,000)
26/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD680,656.48	(454,783)	(454,783)
25/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD3,150.00	(2,000)	(2,000)
24/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD337,661.45	(275,642)	(275,642)
23/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD860,720.00	(700,000)	(700,000)
22/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD898,884.92	(724,337)	(724,337)
19/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD1,389,623.26	(1,127,209)	(1,127,209)
18/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD985,306.79	(805,384)	(805,384)
17/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD743,105.34	(610,153)	(610,153)
16/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD360,718.60	(228,000)	(228,000)
16/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD615,000.00	(500,000)	(500,000)
16/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD390.00	(250)	(250)
15/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD2,503,978.20	(1,579,000)	(1,579,000)
15/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD1,135,389.20	(926,319)	(926,319)

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
12/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD605,918.16	(501,173)	(501,173)
11/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD551,222.79	(458,283)	(458,283)
10/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD120,000.00	(100,000)	(100,000)
8/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD478,533.05	(398,346)	(398,346)
6/4/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD209,247.50	(175,000)	(175,000)
26/3/2013	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD2,126.40	(1,772)	(1,772)
5/11/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD112,734.13	(106,359)	(106,359)
2/11/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD108,000.00	(100,000)	(100,000)
1/11/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD23.43	(22)	(22)
31/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD108,000.00	(100,000)	(100,000)
30/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD108,000.00	(100,000)	(100,000)
29/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD108,500.00	(100,000)	(100,000)
25/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD159,514.14	(150,018)	(150,018)
24/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD157,929.33	(148,911)	(148,911)
23/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD364,494.60	(337,495)	(337,495)
22/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD378,178.55	(351,794)	(351,794)
19/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD537,500.00	(500,000)	(500,000)
18/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD267,500.00	(250,000)	(250,000)
17/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD286,250.00	(250,000)	(250,000)
16/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD532,500.00	(500,000)	(500,000)
15/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD264,250.00	(250,000)	(250,000)

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
12/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD608,174.75	(572,939)	(572,939)
11/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD107,000.00	(100,000)	(100,000)
10/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD267,500.00	(250,000)	(250,000)
9/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD135,955.27	(127,061)	(127,061)
8/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD266,500.00	(250,000)	(250,000)
5/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD371,000.00	(350,000)	(350,000)
4/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD183,750.00	(175,000)	(175,000)
3/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD521,350.00	(500,000)	(500,000)
2/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD618,000.00	(600,000)	(600,000)
1/10/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD158,000.00	(150,000)	(150,000)
4/9/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD528,750.00	(500,000)	(500,000)
3/9/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD255,000.00	(250,000)	(250,000)
23/8/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD98,500.00	(100,000)	(100,000)
14/8/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD227,550.40	(176,000)	(176,000)
14/8/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD98,130.00	(100,000)	(100,000)
13/8/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD1,830,037.50	(1,625,000)	(1,625,000)
3/8/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD103,500.00	(75,000)	(75,000)
25/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD233,777.70	(169,000)	(169,000)
25/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD213,760.00	(200,000)	(200,000)
24/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD68,875.00	(50,000)	(50,000)
24/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD53,250.00	(50,000)	(50,000)

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
23/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD102,997.50	(75,000)	(75,000)
23/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD53,230.00	(50,000)	(50,000)
20/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD222,120.10	(163,000)	(163,000)
20/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD316,240.00	(300,000)	(300,000)
19/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD117,450.00	(87,000)	(87,000)
18/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD33,625.00	(25,000)	(25,000)
11/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD67,250.00	(50,000)	(50,000)
9/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD67,250.00	(50,000)	(50,000)
8/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD33,625.00	(25,000)	(25,000)
4/7/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD32,875.00	(25,000)	(25,000)
29/6/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Nominees Pte Ltd on market	SGD34,060.00	(26,000)	(26,000)
21/6/2012	Temasek Holdings (Private) Limited and its associates	Disposition by DBS Bank Ltd. on market	AUD79,500.00	(75,000)	(75,000)

Appendix D to Form 604

Substantial holder: Singapore Power International Pte Ltd and its associates (including Temasek Holdings (Private) Limited).

Company Name/ Scheme: SP Australia Networks (Transmission) Ltd, SP Australia Networks (Distribution) Ltd and SP Australia Networks (RE) Ltd as the responsible entity for SP Australia Networks (Finance) Trust (together, SPAusNet).

4. Present Relevant Interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (8)	Class and number of securities	Person's votes
Temasek Holdings (Private) Limited and its associates (including Singapore Power International Pte Ltd and the entities whose names appear in Appendix A)	Singapore Power International Pte Ltd	Singapore Power International Pte Ltd	Ownership of ordinary stapled securities by Singapore Power International Pte Ltd	1,053,234,802 ordinary stapled securities	31.10%

Appendix E to Form 604

Substantial holder: Singapore Power International Pte Ltd and its associates (including Temasek Holdings (Private) Limited).

Company Name/ Scheme: SP Australia Networks (Transmission) Ltd, SP Australia Networks (Distribution) Ltd and SP Australia Networks (RE) Ltd as the responsible entity for SP Australia Networks (Finance) Trust (together, **SPAusNet**).

5. Changes in association

The following entities have ceased to be associates of Singapore Power International Pte Ltd and its associates (including Temasek Holdings (Private) Limited) since lodgement of the last notice of change of interests of substantial holder:

Name	Registered Address
SPI PowerNet Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia Finance Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia Group Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia (LP) No. 1 Limited	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia (LP) No. 2 Limited	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia Holdings (AGP) Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Australia Holdings (Partnership) Limited Partnership	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Electricity & Gas Australia Holdings Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Electricity Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Networks Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI (No. 8) Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI (No. 9) Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI Networks (Gas) Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
Select Solutions Group Pty Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SP Australia Networks (RE) Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SP Australia Networks (Distribution) Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SP Australia Networks (Transmission) Ltd	Level 31, 2 Southbank Boulevard, Southbank, Victoria 3006
SPI (Australia) Assets Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
ZNX (2) Pty Ltd	610 Heatherton Road Clayton South Victoria 3169

Name	Registered Address
Alinta EH Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
AquaNet Sydney Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Zinfra Contracting Pty Ltd	610 Heatherton Road Clayton South Victoria 3169
CLM Infrastructure Pty Ltd	610 Heatherton Road Clayton South Victoria 3169
Jemena AI Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena ANZI Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
ZNX Pty Ltd	610 Heatherton Road Clayton South Victoria 3169
Jemena Asset Management (4) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Asset Management (6) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Asset Management Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Asset Management Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena ATA Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Colongra Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena EA Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Eastern Gas Pipeline (1) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Eastern Gas Pipeline (2) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Eastern Gas Pipeline (3) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Eastern Gas Pipeline Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Electricity Networks (Vic) Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Finance Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Gas Networks (NSW) Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Gas Pipelines Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Gas Transmission Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena GD Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Group Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149

Name	Registered Address
Jemena Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Limited	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Management Holdings Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Management Services Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Networks (ACT) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena NSGC Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena NT Pipelines Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena PG Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Queensland Gas Pipeline (1) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Queensland Gas Pipeline (2) Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena VicHub Pipeline Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Jemena Contracting Services (West) Pty Ltd	610 Heatherton Road Clayton South Victoria 3169
SPI (Australia) RE Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
SPI Rosehill Network Pty Ltd	321 Ferntree Gully Road, Mount Waverley, Victoria 3149
Zinfra Pty Ltd	610 Heatherton Road Clayton South Victoria 3169