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Friday, 26 November 2021

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

Dear Sir / Madam,

COURT APPROVAL RECEIVED IN RELATION TO PROPOSED SCHEMES

Please see Spark Infrastructure's announcement regarding the Court's approval of the proposed schemes.

Yours sincerely,



Jenny Faulkner
General Counsel and Company Secretary

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ASX RELEASE

26 November 2021

COURT APPROVAL RECEIVED IN RELATION TO PROPOSED SCHEMES

Spark Infrastructure RE Limited (ACN 114 940 984) (in its capacity as responsible entity of Spark Infrastructure Trust (ARSN 116 870 725)) ("Spark Infrastructure") is pleased to announce that the Supreme Court of New South Wales (the "Court") has today approved the proposed creditors' scheme of arrangement (the "Creditors' Scheme") and provided the second judicial advice in relation to the proposed trust scheme (the "Trust Scheme" and together with the Creditors' Scheme and related transactions, the "Schemes"), pursuant to which Pika Bidco Pty Ltd ("Bidco"), an entity owned by funds managed or advised by Kohlberg Kravis Roberts & Co. L.P. and/or its affiliates, Ontario Teachers' Pension Plan Board and Public Sector Pension Investment Board, will acquire 100% of the securities in Spark Infrastructure.

Spark Infrastructure proposes to lodge an office copy of the Court order approving the Creditors' Scheme with the Australian Securities and Investments Commission on 29 November 2021, at which time the Schemes will become Effective. The last day of trading in Spark Infrastructure securities on the ASX is expected to be 29 November 2021.

Total Cash Amount

If the Schemes become Effective and are implemented on or before 31 December 2021, Spark Infrastructure Securityholders who hold Spark Infrastructure securities as at the Scheme Record Date (expected to be 7:00 pm (AEST) on 10 December 2021) will be entitled to receive the Scheme Consideration of $2.7675 per stapled security. The Scheme Consideration is in addition to the Special Distribution of $0.12 per stapled security which was announced by Spark Infrastructure on 24 November 2021. The Special Distribution is fully franked to the value of 5.14 cents per stapled security and has a record date of 1 December 2021. The Total Cash Amount that Spark Infrastructure Securityholders will be entitled to receive is $2.8875 per stapled security.

The Scheme Consideration will be paid on the Implementation Date, which is expected to be 22 December 2021, and the Special Distribution will be paid on the Special Distribution Payment Date, which will be 8 December 2021.

This announcement is authorised for release by the Managing Director.

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